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D Billye Sanders (615) 850-8951 bsanders@wallerlaw.com

May 5, 2004

VIA HAND DELIVERY

Deborah Tate, Chairman Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37219

Re:

Petition of Chattanooga Gas Company for Approval of Adjustment of its Rates and Charges and Revised Tariff Docket Number 04-00034

Dear Chairman Tate:

Enclosed you will find a copy of Chattanooga Gas Company's responses and objections to the discovery requests of the Consumer Advocate and Protection Division that were filed on April 23, 2004. This filing does not include confidential documents, as we are awaiting issuance of the Protective Order in this docket.

Sincerely,

D. Billye Sanders

Attorney for Chattanooga Gas Company

Di Bellye Sanders

DBS/hmd Enclosures

cc:

Parties of record Archie Hickerson Steve Lindsey John Ebert, Esq. Elizabeth Wade, Esq.

RECEIVED

BEFORE THE TENNESSEE REGULATORY AUTHORITY NASHVILLE, TENNESSEE

IN RE:	T.R.A. DOCKET ROOM
PETITION OF CHATTANOOGA GAS)
COMPANY FOR APPROVAL OF)
ADJUSTMENT OF ITS RATES AND) DOCKET NO. 04-00034
CHARGES AND REVISED TARIFF)

CHATTANOOGA GAS COMPANY'S RESPONSES TO BE THE DISCOVERY REQUESTS OF THE CONSUMER ADVOCATE AND PROTECTION DIVISION OF THE OFFICE OF THE ATTORNEY GENERAL

Attached hereto are Chattanooga Gas Company's ("Chattanooga Gas")

Responses to the Discovery Requests of the Consumer Advocate and Protection

Division Office of the Tennessee Attorney General ("CAPD"), dated April 23, 2004

GENERAL OBJECTIONS

1. Pursuant to Tennessee Regulatory Authority ("TRA") Rule 1220-1-2-.11(5) Chattanooga Gas objects to the discovery requests, including subparts, that exceed 40. TRA Rule 1220-1-2.11(5) (a) states:

....If a party is served with more than forty (40) discovery requests without an order authorizing the same, such party need only respond to the first forty (40) requests.

Therefore Chattanooga Gas has responded to the first 40 questions, which, including subparts, end with the first question in Discovery Request Number 11.

See the response of Chattanooga Gas Company to The Consumer Advocate and Protection Division's Motion for Leave to Serve Additional Discovery Requests filed

in this Docket on April 30, 2004 for additional arguments in support of this objection.

- 2. Chattanooga Gas objects to the "Preliminary Matters and Definitions" in the CAPD's Discovery Requests to the extent that they request information which is beyond the scope of TRA Rule 1220-1-2-.11 and Rules 26, 33 and 34 of the Tennessee Rules of Civil Procedure.
- 3. Chattanooga Gas Company objects to the scope of the terms "identity" and "identify" as used by the CAPD. In particular, it objects to the provision of the date of birth, the current residence address and the current residence telephone number of persons to be identified. The scope of information requested is overly broad and not reasonably calculated to lead to the discovery of admissible evidence.
- 4. Chattanooga Gas objects to the production of the "original" and "each copy" of each document requested. This request is unduly burdensome with respect to the maintenance and security of the business records of Chattanooga Gas.

 Chattanooga Gas intends to provide copies of original documents as available.
- 5. Chattanooga Gas objects to the instructions in the CAPD's Preliminary Matters and Definitions to the extent that they seek to curtail any privilege or immunity that is lawfully available to Chattanooga Gas.
- 6 Chattanooga Gas Company incorporates by reference these general objections in response to all discovery requests, to the extent applicable.

Respectfully submitted,

Chattanooga Gas Company

D. Billye Sanders, Esq

Waller Lansden Dortch & Davis

A Professional Limited Liability Company

511 Union Street, Suite 2100 Nashville, TN 37219-8966

(615) 244-6380

Its Attorney

CERTIFICATE OF SERVICE

I hereby certify that on this day of May 2004, a true and correct copy of the foregoing Petition was served on the persons below by hand delivery or by placing same in the U.S. mail, postage pre-paid:

Vance Broemel
Assistant Attorney General
Tim Phillips
Assistant Attorney General
Office of Attorney General
Consumer Advocate and Protection Division
2nd Floor
425 5th Avenue North
Nashville, TN 37243-0491
Timothy.Phillips@state.tn.us
Vance.Broemel@state.tn.us

David C. Higney, Esq. Grant, Konvalinka & Harrison, P.C. 633 Chestnut Street, 9th Floor Chattanooga, TN 37450-0900 423-756-8400 (phone) 423-756-0643 (fx) dchingey@gkhpc.com

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D. Billye Sanders

Chattanooga Gas Company Consumer Advocate Protection Division Discovery Request No. 1 Docket Number 04-00034 April 30, 2004 Page 1 of 1

Discovery Request No. 1

For the years 1998 through 2003 provide:

- A. CGC's annual earnings;
- B. The date of each formal dividend declaration made by CGC;
- C. For each declaration, provide the total dollar amount of dividends declared and the dividends declared per share;
- D. If CGC paid dividends without making a formal declaration of dividends, then provide the annual amount paid and identify the party receiving the dividends

Response:

- A. See attached **Schedule CAPD DR 1-1**, section A for CGC's annual earnings from 1998 2003.
- B. Formal declaration of dividends has not been made between 1998-2003
- C. N/A per response to (B) above.
- D. See attached Schedule CAPD DR 1-1, section D for annual dividends paid without a formal dividend declaration. All dividends are paid to AGL Resources Inc., the sole shareholder of CGC. Prior to the year ended September 30, 2001, CGC did not pay a shareholder dividend. For the year ended September 30, 2001, CGC paid an annual dividend. Subsequent to September 30, 2001, CGC paid, and will continue to pay, where not restricted by applicable rules and regulations, a quarterly dividend based on earnings.

Chattanooga Gas Company Docket Number 04-00034 CAPD Discovery Request #1 Schedule CAPD DR 1-1

A. <u>CGC Annual Earni</u>	ngs:
----------------------------	------

FY	1998	6,599,865 00
FY	1999	3,828,901 40
FY	2000	4,097,320 92
FY	2001	6,367,320 64
Stub	2001	3,152,314 16
CY	2002	7,004,660 22
CY	2003	6,025,807 00

FY = 12 month period ended September 30 Stub = 3 month period ended 12/31/2001 CY = 12 month period ended December 31.

D.

	Total Dividend Amount	Party Receiving
<u>Year</u>	(Paid Quarterly)	Dividends
2001	5,620,113 50	AGL Resources Inc
2002	4,182,725 29	AGL Resources Inc
2003	4,636,038 59	AGL Resources Inc

Chattanooga Gas Company Consumer Advocate Protection Division Discovery Request No. 2 Docket Number 04-00034 April 28, 2004 Page 1 of 1

Discovery	Rec	uest	No.	2
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Provide the dollar amount of dividends expected to be declared or paid out by CGC in the attrition year.

Response:

The estimated dividends expected to be declared or paid by CGC in the attrition year are \$5,463,000. Dividends declared will be paid to CGC's parent company AGL Resources Inc.

Chattanooga Gas Company Consumer Advocate Protection Division Discovery Request No. 3 Docket Number 04-00034 April 28, 2004 Page 1 of 1

Discovery Request No. 3

Provide the amount of capital paid-in or expected to be paid-in by AGL Resources to CGC in the attrition period.

Response:

Capital is not expected to be paid-in by AGL Resources Inc. to CGC during the attrition period.

Discovery Request No. 4

Regarding Exhibit MJM-4 Schedule 1 the line titled "Long-Term Debt" and under the column titled "Cost Rate," show the calculations that lead to "6.74%" and provide the requested information on the bonds and notes which are the basis of the calculations and provide the information on a diskette or CD that can be read in ASCII or Excel:

- (A) the face amount of each long-term debt note;
- (B) the date the note was issued;
- (C) the date the note is scheduled to mature;
- (D) the note's interest rate payable to the note holder;
- (E) the number of payments made each year to the note holder(s);
- (F) the earliest date the note can be called in by the company for early redemption;
- (G) the unamortized balances and monthly amortizations, if any, on the gain or loss if any, on reacquired long-term debt;
- (H) the amount the company must pay to note holders in the event of early redemption;
- (I) the amount rolled into the note for early redemption of notes that have already been retired;
- (J) the book value of the assets pledged against the note;
- (K) the name and business address of the company or person(s) who own the assets;
 - (L) the minimum equity ratio, TIER ratio, and any other term or condition which must be met to comply with the note's covenants;

Chattanooga Gas Company Docket No. 04-00034 CAPD Discovery Request No. 4 5/4/2004 1 of 2

Discovery Request No. 4

Regarding Exhibit MJM-4 Schedule 1 the line titled "Long-Term Debt" and under the column titled "Cost Rate," show the calculations that lead to "6.74%" and provide the requested information on the bonds and notes which are the basis of the calculations and provide the information on a diskette or CD that can be read in ASCII or Excel:

- (A) the face amount of each long-term debt note;
- (B) the date the note was issued;
- (C) the date the note is scheduled to mature;
- (D) the note's interest rate payable to the note holder;
- (E) the number of payments made each year to the note holder(s);
- (F) the earliest date the note can be called in by the company for early redemption;
- the unamortized balances and monthly amortizations, if any, on the gain or loss if any, on reacquired long-term debt;
- (H) the amount the company must pay to note holders in the event of early redemption;
- (I) the amount rolled into the note for early redemption of notes that have already been retired;
- (J) the book value of the assets pledged against the note;
- (K) the name and business address of the company or person(s) who own the assets;
 - (L) the minimum equity ratio, TIER ratio, and any other term or condition which must be met to comply with the note's covenants;

Chattanooga Gas Company Docket No. 04-00034 CAPD Discovery Request No. 4 5/4/2004 2 of 2

- (M) indicate if the note is Senior or subordinated debt;
- (N) indicate the company or person(s) who are co-signers on the notes or bonds; and
 - (O) indicate the disposition of assets in the event of default.

Response:

Please refer to attached Schedule CAPD 4-1 for (A), (B), (C), (D), (F), (G), (H) and (N). This schedule is marked confidential and is being filed under seal pursuant to the protective order issued in this docket.

- (E) For all notes, interest payments are made semi-annually.
- (I) There are no amounts rolled into the notes for early redemption of notes that have already been retired.
- (J) All notes are unsecured with no assets pledged against them.
- (K) Not applicable based on (J)
- (L) The notes do not have financial covenants.
- (M) All notes are considered Senior notes on the books and records of the companies holding the notes.
- (O) In event of default, the medium term notes (MTNs) on the books and records of Atlanta Gas Light Company (AGLC) have first right to the assets of AGLC. After the liquidation of AGLC's assets, both the MTNs and Senior notes on the books and records of AGL Capital Corporation have equal rights to all assets of AGL Resources Inc. and Subsidiaries.

Additionally, please see attached schedule CAPD 4-2, which is an updated calculation of the long-term debt cost rate. The rate included in Chattanooga Gas Company's initial filing did not take into account the early redemption of seven medium term notes in October and December of 2003. This schedule is also marked confidential and is being filed under seal pursuant to the protective order issued in this docket.

Schedules CAPD 4-1 and CAPD 4-2 are provided on a CD titled "CAPD 4-2." The CD is marked confidential and is being filed under seal pursuant to the protective order issued in this docket.

Chattanooga Gas Company Docket No. 04-00034 CAPD Discovery Request No. 5 5/4/2004

Discovery Request No. 5

Regarding Exhibit MJM-4 Schedule 1 the line titled "Short-Term Debt" and under the column titled "Cost Rate," show the calculations that lead to "2.69%" and provide the requested information on the short-term notes or commercial paper which are the basis of the calculations and provide the information for the past 24 months on a diskette or CD that can be read in ASCII or Excel:

- (A) the average daily balance of each note or commercial paper issue;
- (B) the month-end balance of each note or commercial paper issue;
- (C) the amount of the note or commercial paper issue;
- (D) the interest rate, expressed in terms of an annual rate, on the note or commercial paper issue; and
- (E) the holder of each note or commercial paper issue.

Response:

The 2.69% cost rate on short term debt included in Exhibit MJM-4 Schedule 1 is not calculated using existing short-term notes or commercial paper. The cost rate for short-term debt is based on estimated short-term rates, loan margins and facility fees. The short-term rate is based on the London Inter Bank Offering Rate (LIBOR), and a margin, or spread, above LIBOR is required by banking institutions to issue short-term debt, which is based on the credit quality of a company. A facility fee is required to maintain a line of credit. The loan margin and facility fees attributable to Chattanooga Gas Company (CGC) were estimated assuming it had a short-term line of credit in its name. Please see attached Schedule CAPD 5-1 and supporting schedules for a calculation of the 2.69% short-term cost rate.

Schedule CAPD 5-1 is provided on a CD titled "CAPD 5 and 6."

Chattanooga Gas Company Short-Term Debt As of June 30, 2005

Date	LIBOR Forward Curve
6/16/2004	1 28% (A)
9/15/2004	1 54% (A)
12/15/2004	1 90% (A)
3/16/2005	2 29% (A)
6/15/2005	2 69% (A)
Average LIBOR Estimated for Attrition Period	1.94%
Loan Margin Spread	0.625% (B)
Facility Fee Rate	0.125% (C)
Estimated Short-term Cost Rate	2 69%

(A) - See attached Schedule CAPD 5-2

(B) - Based on BBB+ credit rating - see attached Schedule CAPD 5-3a, which includes the rate per AGL Resources inc current short-term borrowing facility Schedule CAPD 5-3a is marked confidential and is being filed under seal pursuant to the protective order issued in this docket

(C) - Based on BBB+ credit rating - see attached Schedule CAPD 5-3b, which includes the rate per AGL Resources Inc current short-term borrowing facility Schedule CAPD 5-3b is marked confidential and is being filed under seal pursuant to the protective order issued in this docket

LIBOR - London Inter Bank Offering Rate

Chattuniosa Gas Ompuny
Docket, No. 011-00034
CAPO Discovery Leguest No. 5
Schedule CAPO 5-2
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3) 9/15/04 91 EDL	98.4600	1.5400		2.132	2.825	4.086	4.434	
4) 12/15/04 91 EDZ		1.8950	2.098	2.508	3.139		4.612	
5) 3/16/05 91 EDH		2.2900	2.505	2.860	3.433	4.290	4.778	
6) 6/15/05 98 EDN		2.6900	2.872	3.200		4.481	4.933	
7) 9/21/05 91 EDU			3.201	3.495	3.698	4,655	5.077	
8) 12/21/05 B4 ED2		3.3450			3.944	4.821	5.215	
9) 3/15/06 98 EDH		3.5850	3.489	3.744	4.155	4.965	5.336	
10) 6/21/06 91 EDM			3.709	3.958	4.337	5.090	Exchanges	:
11) 9/20/06 91 EDI			3.929	4.168	4.520		IMM, SMX	
12) 12/20/06 91 EDZ		4.0150	4.136	4,358	4.683		and <u>Bon</u> d yld:	ŀ
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Chattanooga Gas Company Docket No. 04-00034 CAPD Discovery Request No. 6 5/4/2004 1 of 1

Discovery Request No. 6

Regarding Exhibit MJM-4 Schedule 1 the line titled "Preferred Stock" and under the column titled "Cost Rate," show the calculations that lead to "8.54%" and provide the requested information:

- the number of preferred shares issued and preferred shares outstanding for each year from 1998 through 2003;
- (B) the annual dividend paid per share to preferred stock for each year for the years ending December 31, 1998 through December 31, 2003;
- (C) copies of any AGL Resources board minutes showing discussions of preferred stock;
- (D) indicate if the preferred stock is callable, convertible, non-voting, or participating, and if it is callable or redeemable, explain the conditions for a call or redemption; and
- (E) if AGL Resources plans to call or redeem the preferred stock or otherwise repurchase or reacquire the preferred stock in the attrition year, indicate the method of reacquisition the expected costs will occur and what the repurchase price will be.

Response:

Please refer to attached Schedule CAPD 6-1 for (A), (B) and (D).

Schedule CAPD 6-1 is provided on a CD titled "CAPD 5 and 6."

- (C) Please refer to attached Schedule CAPD 6-2.
- (E) At this time, AGL Resources Inc. does not plan to call or redeem the preferred stock or otherwise repurchase or reacquire the preferred stock in the attrition year.

AGL Resources Inc.
Consolidated Cost of Debt - Preferred Stock
As of June 30, 2005

(2)/(1) Cost Rate			8 54%
·	<u>©</u>	(9)	(3
Rate/Monthly Annual Cost Amortization Amortization	6,127,500 19,406 6,146,906	12,000,000 945,000 12,945,000	19,091,906
Rate/Monthly Amortization	8 17% 1,617	8 00% 78,750	
Balance 06/30/05	75,000,000 620,991 74,379,009	150,000,000 840,000 149,160,000	223,539,009 (1)
Change in Balance 09/30/03-06/30/06	(33.961)	(1,653,750)	(1,687,711)
Balance 09/30/03	75,000 75,000,000 654,952 74,345,048	6,000,000 150,000,000 2,493,750 147,506,250	221,851,298
Face Amount of Note/Date of Issue/ Date Due and Unamortized Issuance Costs Preferred Stock	Section 2016 11, 1997 (A) Number of capital securities issued Issuance Amount Less Unamortized Issuance Costs	issued May 14, 2001 Due May 15, 2041 (A) Number of capital securities issued issuance Amount Less Unamortized issuance Costs	Total Preferred Stock

Note · Preferred stock included in this schedule is for AGL Resources inc and Subsidiaries consolidated entity

(A) Number of shares issued and outstanding - for preferred stock issued June 11, 1997, 75,000 shares issued and outstanding December 1998 - December 2003 For preferred stock issued May 14, 2001, 6,000,000 shares issued and outstanding for the years ended December 2001 - December 2003 See table below

(B) Annual dividends paid for preferred stock. The annual dividend paid per share of preferred stock for the years ending December 31, 1998 - December 31, 2003 is provided in the table below.

Shares (Shares Outstanding	Dividends per Share	er Share
July 11, 1997	May 14, 2001	July 11, 1997	May 14, 2001
75,000	•	81 70	,
75,000		81 70	•
75,000	•	81 70	•
75,000	6,000,000	81 70	0 9667
75,000	6,000,000	81 70	2 00
75,000	6,000,000	81 70	2 00

(D) Call dates and call prices for preferred stock. The preferred stock can be called at any time on or after the above dates. The preferred stock is not convertible and is non-voting and non-participating.

AGL Resources inc Consolidated Cost of Debt - Preferred Stock As of June 30, 2005

	Face Amount of Note/Date of Issue/ Date Due and Unamortized Issuance Costs	Balance 09/30/03	Change In Balance 09/30/03-06/30/05	Balance 06/30/05	Rate/Monthly Annual Cost/ Amortization Amortization	Annual Cost/ Amortization	- 8	(2)/(1) Cost Rate
	Preferred Stock							
€	Issued June 11, 1997 Due June 1, 2037 (A) Number of capital securities issued Issuance Amount	75,000		75,000,000	8 17%	6,127,500	·	r
	Less Unamortized Issuance Costs	654,952 74,345,048	(33,961)	620,991 74,379,009	1,617	19,406 6,146,906		
	Issued May 14, 2001 Due May 15, 2041							
€	(A) Number of capital securities issued issuance Amount Less Unamortized issuance Costs	6,000,000 150,000,000 2,493,750	(1,653,750)	150,000,000 840,000	8 00% 78,750	12,000,000 945,000	<u>(B</u>	
		147,506,250	(1,653,750)	149,160,000		12,945,000		
	Total Preferred Stock	221,851,298	(1,687,711)	223,539,009 (1)		19,091,906	(3)	8 54%

Note - Preferred stock included in this schedule is for AGL Resources inc and Subsidiaries consolidated entity

(A) Number of shares issued and outstanding - for preferred stock issued June 11, 1997, 75,000 shares issued and outstanding December 1998 - December 2003 For preferred stock issued May 14, 2001, 6,000,000 shares issued and outstanding for the years ended December 2001 - December 2003 See table below

(B) Annual dividends paid for preferred stock. The annual dividend paid per share of preferred stock for the years ending December 31, 1998 - December 31, 2003 is provided in the table below.

	Shares C	Shares Outstanding	Dividends per Share	er Share
Date	July 11, 1997	May 14, 2001	July 11, 1997	May 14, 2001
December 31, 1998	75,000	•	81 70	
December 31, 1999	75,000	•	81 70	•
December 31, 2000	75,000	•	81 70	•
December 31, 2001	75,000	6,000,000	81 70	0 9667
December 31, 2002	75,000	6,000,000	81 70	2 00
December 31, 2003	75,000	6,000,000	81 70	2 00

(D) Call dates and call prices for preferred stock. The preferred stock can be called at any time on or after the above dates. The preferred stock is not convertible and is non-voting and non-participating.

Chattenson Ges Company Docket No. UN-00034 CAPD Discourt Reguest 6 Schedule CAPO 6-2 Pil9

AGL RESOURCES INC. a Georgia corporation

CERTIFICATE OF CORPORATE SECRETARY

The undersigned, Paul R. Shlanta, hereby certifies that he is the duly qualified and acting Corporate Secretary of AGL Resources Inc., (the "Company"), that he is familiar with the corporate records of the Company, and further certifies on behalf of the Company as follows:

- 1. attached hereto as <u>Exhibit A</u> is a true, complete and correct copy of an excerpt from the minutes of the Executive Committee meeting of June 4, 1997;
- 2. attached hereto as <u>Exhibit B</u> is a true, complete and correct copy of an excerpt from a unanimous written consent of the Board dated April 26, 2001;
- 3. attached hereto as <u>Exhibit C</u> is a true, complete and correct copy of an excerpt from the minutes of Board meeting of August 7, 2001;and
- 4. such board resolutions have not been amended, modified or rescinded and remain in full force and effect.

IN WITNESS WHEREOF, I have hereunto signed my name as of this 3rd day of May, 2004.

Paul R. Shlanta Corporate Secretary Chatchenousa Gas Company Docket De. 021-00034 CAPO Discover Pages- 6 Schedule CAPO 6-2 p.2/9

EXHIBIT A

Next Mr. Jones called upon Mr. Riley for a review of a proposal to issue up to \$75,000,000 of hybrid preferred securities, the proceeds of which would be used, among other things, to redeem all outstanding series of preferred stock of Atlanta Gas Light Company. Mr. Riley reported that he had discussed with the members of the former Long Range Planning Committee of the Board of Directors the redemption of the outstanding series of Preferred Stock of Atlanta Gas Light Company, and that such a redemption had been planned for the first quarter of the 1998 fiscal year. Mr. Riley stated that it now would benefit Atlanta Gas Light Company and the Company to fund the redemption as soon as possible through the issuance of a hybrid preferred security in order to take advantage of the lower after-tax cost of this type of security. Mr. Riley explained that this type of security is treated as equity for purposes of the Company's capitalization ratio by the credit rating agencies but the semi-annual distributions to holders of the securities are deductible for tax purposes to the Company. He explained further that the combined effect of issuing approximately \$75,000,000 of this hybrid preferred security and using the proceeds thereof to redeem all outstanding series of Atlanta Gas Light Company Preferred Stock would result in approximately \$1,000,000 per year savings to the Company. Mr. Riley stated that these tax savings might not be available following Congressional action on the Internal Revenue Code this summer. He then asked the Committee to consider the adoption of the following resolutions authorizing the issuance of up to \$75,000,000 of hybrid preferred securities, which after discussion, upon motion duly made and seconded, were unanimously adopted:

WHEREAS, the Executive Committee of the Board of Directors has the authority to take action for the Board of Directors in the interim between Chutturoon Bas Company Occient No. 04-00034 CAPO Discours Request Nub Schedule CAPO 6-2 P.399

meetings of the Board of Directors, except for certain actions which are preserved exclusively for the Board of Directors;

WHEREAS, the Executive Committee has determined that it is desirable and in the best interests of the Company to create a statutory business trust to be formed under the laws of the State of Delaware, pursuant to a Declaration of Trust to be executed by the Company, as Sponsor, and certain trustees to be named in the Declaration of Trust (the "Trust"); the Trust is to exist for the sole and exclusive purpose of issuing its common securities ("Common Securities") to the Company and its preferred trust securities ("Preferred Trust Securities") to investors in a public or private offering;

NOW, THEREFOR, BE IT RESOLVED, that the Company is authorized to create a statutory business trust under the laws of the State of Delaware pursuant to a Declaration of Trust, which Trust is to be created for the sole purpose of (a) issuing and selling Common and Preferred Trust Securities which represent undivided beneficial interests in the assets of the Trust, (b) purchasing from the Company subordinated debt securities using the proceeds from the sale of Common and Preferred Trust Securities and (c) engaging in such other activities incidental and appropriate to performing the Trust purposes;

FURTHER RESOLVED, that the Company is authorized and directed to purchase from the Trust Common Securities in an amount equal to not less than three percent (3%) of the total capital of the Trust and constituting all of the Common Securities of the Trust;

FURTHER RESOLVED, that the Company is authorized to create, pursuant to an indenture (the "Indenture"), subordinated debt securities to be issued under the Indenture between the Company and an Indenture Trustee to be named in the Indenture, with the Indenture to be prepared to qualify under the Trust Indenture Act of 1939, as amended, and that the subordinated debt securities to be issued and sold under the Indenture shall be in an amount not to exceed \$80 million, with the actual amount and terms and conditions to be determined by a pricing committee of the Board of Directors (the "Pricing Committee");

FURTHER RESOLVED, that the Company is authorized to enter into a Guarantee of the Trust Securities to be issued by the Trust, pursuant to which the Company agrees to irrevocably and unconditionally pay in full to the holders of Trust Securities issued by the Trust as and when due, regardless of any defense, right of set-off or counterclaim which the Trust may have or assert, including payment of any accumulated and unpaid distributions required on the Trust Securities, the redemption price with respect to any of the Trust Securities called for redemption and any

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accumulated and unpaid distributions to the date of redemption, with an independent trustee to be appointed to act as the Guarantee Trustee, to hold the Guarantee for the benefit of the holders of Trust Securities;

FURTHER RESOLVED, that a Pricing Committee of the Board of Directors hereby is authorized and established which shall be composed of David R. Jones, President and Chief Executive Officer of the Company, and J. Michael Riley, Vice President and Chief Financial Officer of the Company;

FURTHER RESOLVED, that the Pricing Committee is authorized to adopt such rules and procedures regarding the Trust, the terms and conditions of the Indenture, the issuance and sale of the subordinated debt securities, the terms and conditions of the Guarantee, the appointment of Trustees under the Declaration of Trust, under the Indenture related to the subordinated debt securities and under the Guarantee, as such Committee shall deem appropriate, and that such actions of the Pricing Committee shall be conclusive;

FURTHER RESOLVED, that the Pricing Committee shall be, and it hereby is further authorized and empowered to (1) approve and direct any and all of the terms of the subordinated debt securities, the Indenture under which such securities are to be issued and the Guarantee; (2) select and appoint the institutional trustee(s) and other management trustees to form and establish the Trust under the laws of the State of Delaware and to manage the Trust's affairs and business; (3) approve the covenants and agreements of the Company in connection with the subordinated debt securities, the Indenture and the Guarantee and the terms and conditions of all of such documents; (4) approve the form, terms and provisions of a definitive purchase agreement or underwriting agreement related to the distribution of Preferred Trust Securities, together with the price and other financial terms in connection with the distribution of Preferred Trust Securities and subordinated debt securities; (5) delegate any authority the Pricing Committee may have by designation in writing of any employee of the Company with the authority and power exercised by the Pricing Committee; and (6) take such further action as the Pricing Committee, in its discretion, shall deem necessary or appropriate to carry out the duties and responsibilities set forth herein;

FURTHER RESOLVED, that the president, any vice president and the secretary or assistant secretary of the Company (the "Authorized Officers") hereby are and each of them hereby is authorized to take any and all action as in their opinion or in the opinion of any of them may be necessary or appropriate for the Company and specifically to authorize, execute and deliver on behalf of the Company the subordinated debt securities, the Indenture under which such debt securities are to be issued and the Guarantee, and any supplements or amendments to such documents as

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may be approved by the Pricing Committee;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized to execute in the name and on behalf of the Company and under its corporate seal any and all documents or certificates which shall be in form approved by, or under the authority of, the Pricing Committee;

FURTHER RESOLVED, that the Pricing Committee may appoint an agent or agents of the Company for (i) the registration of the subordinated debt securities to be issued under the Indenture, (ii) transfers of such subordinated debt securities and (iii) the issuance and payment of the principal or premium, if any, and interest on the subordinated debt securities, and may appoint any such parties as registrar, paying agents and/or authenticating agents with the rights and duties set forth in the Indenture and any supplement thereto or as directed by the Pricing Committee;

FURTHER RESOLVED, that the Pricing Committee hereby is authorized to select or designate agents or underwriters for the underwriting or distribution of the subordinated debt securities and the Preferred Trust Securities, on such terms and conditions as the Pricing Committee shall deem appropriate and further that the Authorized Officers hereby are, and each of them hereby is, authorized to execute and deliver on behalf of the Company a definitive purchase, underwriting or distribution agreement with respect to the public or private sale of the Preferred Trust Securities;

FURTHER RESOLVED, that with the approval of the Pricing Committee, the Authorized Officers hereby are, and each of them hereby is. authorized and directed to enter into a Registration Rights Agreement in connection with which the Company and the Trust agree to file a registration statement with the Securities and Exchange Commission under the Securities Act of 1933, as amended, relating to an exchange offer, pursuant to which securities of the Company and the Trust that were privately placed pursuant to these resolutions are exchanged for securities having substantially identical terms which securities will be covered by the registration statement so filed, or in the alternative, to prepare and file with the Securities and Exchange Commission (the "Commission") a registration statement under the Securities Act of 1933, as amended, registering for resale to the public, securities of the Company and the Trust that were privately placed and to take such actions, execute such instruments, pay such fees and expenses as in their opinion may be necessary or appropriate in order to carry out the intent and purpose of these resolutions;

FURTHER RESOLVED, that the Authorized Officers hereby are authorized and directed to prepare and file with the Commission under the Securities Act of 1933, as amended, a registration statement on Form S-3 or

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other appropriate form relating to the public offering of Preferred Trust Securities, subordinated debt securities and the Guarantee or to prepare an offering memorandum regarding such securities, all as may be required by applicable securities laws, including requisite qualification under the Trust Indenture Act of 1939, as amended, for purposes of a public or private offering of such securities and to make such other required filings as shall be deemed necessary or appropriate;

FURTHER RESOLVED, that the Authorized Officers hereby are, and each of them hereby is, authorized to sign a registration statement on behalf of the Company and such other agreements as may be deemed appropriate by the Pricing Committee and in accordance with the rules and regulations of the Commission;

FURTHER RESOLVED, that each of the directors and Authorized Officers authorized to sign the registration statement and any and all amendments thereto hereby is authorized to execute a Power of Attorney appointing David R. Jones and J. Michael Riley, or either of them, his or her attorneys-in-fact and as agents to execute in his or her name, place and stead, either on his or her behalf individually or on behalf of the Company, the registration statement, including any post-effective amendments, and all instruments necessary in conjunction therewith,

FURTHER RESOLVED, that David R. Jones, J. Michael Riley and Albert G. Norman, Jr. be, and each of them hereby is, designated as Agent for Service with respect to said registration statement, with all powers provided in the rules and regulations of the Commission with respect to Agents for Service;

FURTHER RESOLVED, that the Authorized Officers hereby are, and each of them hereby is, authorized and directed, in the name of and in behalf of the Company, to execute and deliver to the New York Stock Exchange such applications, agreements and other instruments as shall be necessary or appropriate to cause the subordinated debt securities and to assist the Trust in causing the Preferred Trust Securities to be listed on the New York Stock Exchange, to the extent that the Pricing Committee deems such listing to be desirable and in the best interest of the Company;

BE IT RESOLVED, that it is desirable and in the best interest of the Company that the subordinated debt securities, the Common and Preferred Trust Securities and the Guarantee be qualified or registered for sale in various jurisdictions; that the Authorized Officers of the Company hereby are, and each of them hereby is, authorized to determine the jurisdictions in which appropriate action shall be taken to qualify or register for sale all or such part of the subordinated debt securities, the Common and Preferred Trust Securities and the Guarantee as any of such officers may deem

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advisable; that the Authorized Officers hereby are, and each of them hereby is, authorized to perform on behalf of the Company any and all such acts as any of them may deem necessary or advisable in order to comply with the applicable laws of each such jurisdiction, and, in connection therewith, to execute and file all requisite papers and documents, including, but not limited to, applications, reports, surety bonds, irrevocable consents and appointments of attorneys for service of process; and the execution by any Authorized Officer of any such paper or documents or the doing by any of them of any act in connection with the foregoing matters shall conclusively establish such officer's authority therefor from the Company and the approval and ratification by the Company of the papers and documents so executed and the actions so taken;

FURTHER RESOLVED, that in connection with the foregoing, the Executive Committee hereby adopts and makes a part of these resolutions, as if fully recited herein, any prescribed forms of resolutions or consents as may be required or specified by any of said jurisdictions in connection with the qualification or registration of the subordinated debt securities, the Common and Preferred Trust Securities and the Guarantee therein:

FURTHER RESOLVED, that the Authorized Officers of the Company hereby are, and each of them hereby is, authorized and empowered to take such steps and to do all such acts and things as may, in their judgment, be necessary, desirable, convenient or proper to provide for and effect, or cause to be effected, the lawful issuance and sale of the subordinated debt securities, the Common and Preferred Trust Securities, the execution and delivery of the Indenture and the Guarantee and the formation and capitalization of the Trust, including without limitation, the preparation and filing of any and all amendments to the registration statement or offering memorandum and all other such certificates, exhibits, documents and other instruments in connection with the transactions hereby authorized, in accordance with the intent and purpose of these resolutions.

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EXHIBIT B

Trust Preferred Securities

BE IT FURTHER RESOLVED, that the Pricing Committee established by the Board of Directors resolutions effective March 20, 2001 (the "AGLR Pricing Committee") as authorized and established by the Board of Directors of the Company, shall be composed of Paula G. Rosput, President and Chief Executive Officer of the Company and Richard T. O'Brien, Senior Vice President and Chief Financial Officer of the Company, Mr. O'Brien to replace Donald P. Weinstein as a member of the AGLR Pricing Committee;

BE IT FURTHER RESOLVED, that the authority of the Pricing Committee as established by the Board of Directors of the Company on March 20, 2001 shall continue as previously authorized and directed;

BE IT FURTHER RESOLVED, that in connection with the previously authorized preparation and filing with the Commission under the Securities Act of 1933, as amended, of a Registration Statement on Form S-3, or other appropriate form, relating to the public offering of Trust Preferred Securities as contemplated in resolutions adopted by the Board of Directors as of March 20, 2001, that Paul R. Shlanta and Richard T. O'Brien be, and each of them hereby is, designated as Agent for Service with respect to the Registration Statement, with all powers provided in the rules and regulations of the Commission with respect to Agents for Service; and

BE IT FURTHER RESOLVED, that the President, any Vice President and the Secretary or Assistant Secretary of the Company hereby are and each of them hereby is authorized to take any and all such action is in their opinion may be necessary, desirable or appropriate to carry out the intent and purposes of these resolutions.

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EXHIBIT C

Ms. Rosput then called on Mr. O'Brien to discuss management's recommendation that the Board approve resolutions authorizing the filing with the Securities and Exchange Commission of a Registration Statement on Form S-3. The Registration Statement would relate to a \$750 million universal shelf filing which would allow the Company to issue and sell a variety of securities, including Common Stock, investment grade unsecured debt, and investment grade trust preferred securities. Mr. O'Brien indicated that a full explanation of the filing had been provided in the directors' advance meeting materials along with copies of the resolutions to be adopted. He then reviewed the advantages and funding flexibility of the shelf filing. Following his comments, Ms. Platt circulated for signature a Unanimous Written Consent of the Board approving the resolutions authorizing the shelf filing.

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF AGL RESOURCES INC. IN CONNECTION WITH THE ISSUANCE AND THE OFFER AND SALE OF UP TO \$150 MILLION OF PREFERRED SECURITIES ISSUED BY A TRUST SPONSORED BY AGL CAPITAL CORPORATION AND GUARANTEED BY AGL RESOURCES INC.

13

Pursuant to Section 14-2-821 of the Georgia Business Corporation Code, the undersigned, being all of the members of the Board of Directors of AGL Resources Inc , a Georgia corporation (the "Company"), hereby consent without a meeting to the adoption of the following resolutions:

WHEREAS, the Board of Directors has determined that it is desirable and in the best interests of the Company for its financing subsidiary, AGL Capital Corporation ("Capital"), to create a statutory business trust to be formed under the laws of the State of Delaware, pursuant to a Declaration of Trust to be executed by Capital, as Sponsor, and certain trustees to be named in the Declaration of Trust (the "Trust"); the Trust is to exist for the sole and exclusive purpose of issuing its common securities ("Common Securities") to Capital and its preferred trust securities ("Preferred Trust Securities") (the Common Securities and the Preferred Trust Securities, collectively, the "Trust Securities") to investors in a public or private offering;

NOW, THEREFOR, BE IT RESOLVED, that the Company approves the formation by Capital of a statutory business trust under the laws of the State of Delaware pursuant to a Declaration of Trust, which Trust is to be created for the sole purpose of (a) issuing and selling Trust Securities which represent undivided beneficial interests in the assets of the Trust, (b) purchasing from Capital subordinated debt securities using the proceeds from the sale of Trust Securities and (c) engaging in such other activities incidental and appropriate to performing the Trust purposes;

FURTHER RESOLVED, that the Company is authorized to enter into an indenture (the "Indenture") among the Company, Capital and an Indenture Trustee to be named in the Indenture under which subordinated debt securities will be issued by Capital with the Indenture to be prepared to qualify under the Trust Indenture Act of 1939, as amended, and that the subordinated debt securities to be issued and sold under the Indenture shall be in an amount presently estimated to be \$154.5 million, with the actual amount and terms and conditions to be determined by a pricing committee established by the Board of Directors of Capital;

FURTHER RESOLVED, that the Company is authorized to enter into a Guarantee of the Trust Securities to be issued by the Trust, pursuant to which the Company agrees to irrevocably and unconditionally pay in full to the holders of

Trust Securities issued by the Trust as and when due, regardless of any defense, right of set-off or counterclaim which the Trust may have or assert, including payment of any accumulated and unpaid distributions required on the Trust Securities, the redemption price with respect to any of the Trust Securities called for redemption and any accumulated and unpaid distributions to the date of redemption, with an independent trustee to be appointed to act as the Property Trustee, to hold the Guarantee for the benefit of the holders of Trust Securities;

FURTHER RESOLVED, that a pricing committee established by the Board of Directors (the "AGLR Pricing Committee") hereby is authorized and established which shall be composed of Paula G. Rosput, President and Chief Executive Officer of the Company, and Donald P. Weinstein, Senior Vice President and Chief Financial Officer of the Company;

FURTHER RESOLVED, that the AGLR Pricing Committee is authorized to adopt such rules and procedures regarding the terms and conditions of the Guarantee and the appointment of Trustees under the Guarantee, as such Committee shall deem appropriate, and that such actions of the AGLR Pricing Committee shall be conclusive;

FURTHER RESOLVED, that the AGLR Pricing Committee shall be, and it hereby is further authorized and empowered to (1) approve any covenants and agreements of the Company in connection with the Guarantee and the terms and conditions thereof; (2) approve the form, terms and provisions of a definitive purchase agreement or underwriting agreement related to the distribution of Preferred Trust Securities to the extent the Company is a party thereto; (3) delegate any authority the AGLR Pricing Committee may have by designation in writing of any employee of the Company with the authority and power exercised by the AGLR Pricing Committee; and (4) take such further action as the AGLR Pricing Committee, in its discretion, shall deem necessary or appropriate to carry out the duties and responsibilities set forth herein;

FURTHER RESOLVED, that the president, any vice president and the secretary or assistant secretary of the Company (the "Authorized Officers") hereby are and each of them hereby is authorized to take any and all action as in their opinion or in the opinion of any of them may be necessary or appropriate for the Company and specifically to authorize, execute and deliver on behalf of the Company, the Indenture under which such debt securities are to be issued and the Guarantee, and any supplements or amendments to such documents as may be approved by the AGLR Pricing Committee;

FURTHER RESOLVED, that the Authorized Officers are, and each of them hereby is, authorized to execute in the name and on behalf of the Company and under its corporate seal any and all documents or certificates which shall be in form approved by, or under the authority of, the AGLR Pricing Committee:

FURTHER RESOLVED, that the AGLR Pricing Committee, on behalf of the Company in its capacity as Guarantor, hereby is authorized to select or designate agents or underwriters for the underwriting or distribution of the subordinated debt securities and the Preferred Trust Securities and further that the Authorized Officers hereby are, and each of them hereby is, authorized to execute and deliver on behalf of the Company in its capacity as Guarantor a definitive purchase, underwriting or distribution agreement with respect to the public or private sale of the Preferred Trust Securities;

FURTHER RESOLVED, that the Authorized Officers hereby are authorized and directed to prepare and file with the Securities and Exchange Commission (the "Commission") under the Securities Act of 1933, as amended, a registration statement on Form S-3 or other appropriate form relating to the public offering of Preferred Trust Securities, subordinated debt securities and the Guarantee or to prepare an offering memorandum regarding such securities, all as may be required by applicable securities laws, including requisite qualification under the Trust Indenture Act of 1939, as amended, for purposes of a public or private offering of such securities and to make such other required filings as shall be deemed necessary or appropriate;

FURTHER RESOLVED, that the Authorized Officers hereby are, and each of them hereby is, authorized to sign a registration statement on behalf of the Company and such other agreements as may be deemed appropriate by the AGLR Pricing Committee and in accordance with the rules and regulations of the Commission;

FURTHER RESOLVED, that each of the directors and Authorized Officers authorized to sign the registration statement and any and all amendments thereto hereby is authorized to execute a Power of Attorney appointing Paul R Shlanta and Donald P. Weinstein, or either of them, his or her attorneys-in-fact and as agents to execute in his or her name, place and stead, either on his or her behalf individually or on behalf of the Company, the registration statement, including any post-effective amendments, and all instruments necessary in conjunction therewith;

FURTHER RESOLVED, that Paul R. Shlanta and Donald P. Weinstein be, and each of them hereby is, designated as Agent for Service with respect to said registration statement, with all powers provided in the rules and regulations of the Commission with respect to Agents for Service;

FURTHER RESOLVED, that the Authorized Officers hereby are, and each of them hereby is, authorized and directed, in the name of and in behalf of the Company, to execute and deliver to the New York Stock Exchange (or other exchange or market) such applications, agreements and other instruments as shall be necessary or appropriate to cause the subordinated debt securities and to assist the Trust in causing the Preferred Trust Securities to be listed on the New York

Stock Exchange (or other exchange or market), to the extent that the AGLR Pricing Committee deems such listing to be desirable and in the best interest of the Company;

FURTHER RESOLVED, that it is desirable and in the best interest of the Company that the subordinated debt securities, the Common and Preferred Trust Securities and the Guarantee be qualified or registered for sale in various jurisdictions; that the Authorized Officers of the Company hereby are, and each of them hereby is, authorized to determine the jurisdictions in which appropriate action shall be taken to qualify or register for sale all or such part of the subordinated debt securities, the Common and Preferred Trust Securities and the Guarantee as any of such officers may deem advisable; that the Authorized Officers hereby are, and each of them hereby is, authorized to perform on behalf of the Company any and all such acts as any of them may deem necessary or advisable in order to comply with the applicable laws of each such jurisdiction, and, in connection therewith, to execute and file all requisite papers and documents, including, but not limited to, applications, reports, surety bonds, irrevocable consents and appointments of attorneys for service of process; and the execution by any Authorized Officer of any such paper or documents or the doing by any of them of any act in connection with the foregoing matters shall conclusively establish such officer's authority therefor from the Company and the approval and ratification by the Company of the papers and documents so executed and the actions so taken;

FURTHER RESOLVED, that in connection with the foregoing, the Board of Directors hereby adopts and makes a part of these resolutions, as if fully recited herein, any prescribed forms of resolutions or consents as may be required or specified by any of said jurisdictions in connection with the qualification or registration of the subordinated debt securities, the Common and Preferred Trust Securities and the Guarantee therein:

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FURTHER RESOLVED, that the Authorized Officers of the Company hereby are, and each of them hereby is, authorized and empowered to take such steps and to do all such acts and things as may, in their judgment, be necessary, desirable, convenient or proper to provide for and effect, or cause to be effected, the lawful issuance and sale of the subordinated debt securities, the Common and Preferred Trust Securities, the execution and delivery of the Indenture and the Guarantee and the formation and capitalization of the Trust, including without limitation, the preparation and filing of any and all amendments to the registration statement or offering memorandum and all other such certificates, exhibits, documents and other instruments in connection with the transactions hereby authorized, in accordance with the intent and purpose of these resolutions.

This Consent Action may be executed in multiple counterparts, each of which shall be an original or a facsimile or photocopy of an original and all of which, when taken together, shall constitute one and the same Consent Action.

IN WITNESS WHEREOF, this Consent has been executed by the undersigned members of the Board of Directors of the Company as of the 20th day of March, 2001.

DIRECTORS:

Frank Barron, Jr.

Otis A. Brumby, Jr.

Robert S. Jepson, Jr

Wyck A Knox, Jr

Dennis M. Love

D. Raymond Riddle

Paula G. Rosput

Felker W. Ward. Jr

Chattanooga Gas Company CAPD Discovery Request No. 7 Docket Number 04-00034 April 29, 2004 Page 1 of 1

DISCOVERY REQUEST NO. 7:

Produce copies of any and all documents referred to or relied upon in responding to the Attorney General's discovery requests.

Response:

Chattanooga Gas Company objects to this request as being overly broad and unduly burdensome. Furthermore, in some instances it would be duplicative for the Company to provide copies of any and all documents relied and referenced to in answering the CAPD's discovery requests. Subject to and without waiving the foregoing objection to this request, Chattanooga Gas Company will provide references on a limited basis where practical.

5	Journal	Acct	Amount	Date	DeptID	Descr	Period	Year	Period Year Source
			5,620,133 50					2,001 Total	otal
			4,182,725 29					2.002 Total	otal
			4,636,038 59					2.003 Total	otal
			14,438,897 38					Grand Total	Total
9 18	GL8 GLCL000001 207601	207601	-4,182,725 29 2003-01-01 8000	2003-01-01	8000	Dividends Declared Parent/Sub		2.003 ALO	ALO
GL8	GL8 GLCL000001 207601	207601	-5,620,133 50 2002-01-01 8000	2002-01-01		Dividends Declared Parent/Sub		2.002 ALO	ALO

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	YTD 2004-05 102,770,519 13 7,621,856 28 2,990,165 50 2,990,165 50 4,631,690 78 4,631,690 78 39 23%	Q2 2005 paid in Q3 05
	18 49% Qtr 2 2005 18,999,874 68 (811,314 29) (318,290 44) (318,290 44) (493,023 85) (493,023 85)	850,432 83 516,795 61 23,771 77
	39 60% Qtr 1 2005 40,693,151 98 5,817,083 51 2,282,126 79 2,282,126 79 3,534,956 72 3,534,956 72	1,821,422 14 1,106,851 64 4,641,808 36 3,249,265 85
	27 31% Qtr 4 2004 28,069,424 29 3,947,860 86 1,548,803 45 1,548,803 45 2,399,057 40 2,399,057 40 2,399,057 40	1,256,385 13 763,486 90 3,162,544 30 2,213,781 01
estimate	14 60% Qtr 3 2004 15,008,068 18 (1,331,773 80) (522,474 31) (522,474 31) (809,299 49) (809,299 49)	671,759 90 408,218 68 (401,080 81)
CAPD DR #2 - Dividend estimate	Qtr 3 2003 N/A (912,763 43) (358,090 42) (358,090 42) (554,673 01) (554,673 01)	Loss - No dividends
Organization Unit Currency Exchange Rate Set Accumulation Method Adjusted State Type	Revenue Percetn by Quarter Operating Revenues Earnings before Income Taxes 427540 Income Taxes Income before Extraordinary Items Net Income	Revenue Increase request - \$4 6 million After Tax Estimated dividends

5,463,046.86

Chattanooga Gas Company Consumer Advocate and Protection Division Discovery Request No. 8 Docket Number 04-00034 April 29, 2004 Page 1 of1

DISCOVERY REQUEST NO. 8:

Provide unredacted copies of SEC Form U-9/C-3 for all quarters for the past five years.

Response:

AGL Resources, Inc. was not required to file the SEC Form U-9C-3 prior to the quarter ended December 31, 2000. Copies of the U-9C-3 are provided for each quarter from the quarter ended December 2000 through the quarter ended December 31, 2003. Various Exhibits to these forms have been filed with the SEC as confidential pursuant to SEC rule 104(b). Those exhibits so designated are marked as Confidential and are being provided under seal subject to the Protective Order issued in this docket.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended December 31, 2000

AGL Resources Inc. (Name of registered holding company)

817 West Peachtree Street NW Atlanta, Georgia 30308 (Address of principal executive offices)

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organiz- ation	State of Incorpor- ation	%of voting Securities Held	Nature of Business
AGL Energy					
Services, Inc. ("AGLE")	Energy Related	7/31/96	Georgia	100% by AGLR	(a)
Utilipro, Inc. ("Utilipro")	Energy Related	6/17/97	Georgia	100% by AGLI	(b)
Georgia Natural Gas Company ("GNG")	Gas Related	6/10/96	Georgia	100% by AGLR	(c)
AGL Consumer Services, Inc. ("AGCS")	Energy Related	6/5/96	Georgia	100% by AGLI	(d)
AGL Peaking, Services, Inc. ("AGL Peaking")*	Energy Related	11/21/97	Georgia	100% by AGLI	(e)
AGL Energy Wise Services, Inc. ("Energy Wise")*	Energy Related	3/13/97	Georgia	100% by AGLI	(f)

- (a) AGLE manages gas supply assets for regulated operations and secures gas supply services for unregulated operations and other unaffiliated retail gas marketers.
- (b) Utilipro engages in the sale of integrated customer care solutions and billing services to energy marketers in the United States.
- (c) GNG owns a 50% interest in SouthStar Energy Services, LLC, which markets natural gas and related services.
- (d) AGCS markets appliance warranty contracts and energy-related consumer services.
- (e) AGL Peaking owns a 50% interest in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company. Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility.
- (f) Energy Wise was formed to provide energy audits to promote the conservation of energy through efficient and effective use of natural energy resources
- * These companies were inactive during the reporting period ended December 31, 2000.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Service	Associate Company Receiving Service(g)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGLE	Chattanooga Gas Company		\$19.2	\$3.6	\$0	\$22.8
AGLE	Atlanta Gas Light Company	Gas Supply Management Services	\$284.8	\$93.5	\$0	\$378.3
AGLE	Virginia Natural Gas	Gas Supply Management Services	\$102.0	\$15.6	\$0	\$117 6

⁽g) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company, Inc ("AGSC"). As per Rules 80 and 81, energy purchases are not reported hereunder.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Service	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capıtal	Total Amount Billed
AGSC AGSC AGSC	AGLE Utilipro GNG	Support() Support() Support()	1) \$37.2	\$16.3 \$132.2 \$15.9	\$2 1 \$21 1 \$3.7	\$167.2 \$190.5 \$42.5

⁽h) AGLE receives support services (i e accounting, marketing, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

⁽i) Utilipro receives support services (i.e. accounting, information systems, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

⁽j) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments	ın	energy-related	companies	(ın	thousands):
-------------	----	----------------	-----------	-----	-------------

m-t-3		
Total consolidated capitalization of AGL Resources as of December 31, 2000	\$2,035,375.8	Line 1
Total capitalization multiplied by 15%		
(Line 1 multiplied by 0.15)	305,306.4	Line 2
Greater of \$50 million or line 2	\$305,306 4	Line 3
Total current aggregate investment: (categorized by major line of		
energy-related business)	12,296.9	Line 4
Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding system (line 3 less line 4)		
(Time 3 less line 4)	293,009.5	
Investments in gas-related companies (in thousands)		
Total current aggregate investment: (categorized by major line of gas-related business)	5,884 1	Line 5
Difference between the greater of \$50 million or 15% of capitalization and		

ITEM 5 - OTHER INVESTMENTS

299,422 3

Major Line of	Other Invest-	Other Invest-	Reason for
Energy-Related	ment in Last	ment in this	Difference in
Business	U-9C-3 Report	U-9C-3 Report	Other Investment

the total aggregate investment of the

registered holding system
(line 3 less line 5)

None

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibits

- Exhibit I Balance Sheet of AGLE, Utilipro, GNG, AGL Peaking, Energy Wise and AGCS as of December 31, 2000.

 (Filed under confidential treatment pursuant to Rule 104(b))
- Exhibit II Income Statement for the Three Months Ending December 31, 2000 for AGLE, Utilipro, GNG and AGCS No Income Statements are being filed for AGL Peaking and Energy Wise as they had no business activity during the quarter.

 (Filed under confidential treatment pursuant to Rule 104(b))
- Exhibit III The certificate as to filing with interested state commissions is attached hereto as Exhibit III.

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935

AGL RESOURCES INC.

/s/: Elizabeth J. White

By: Elizabeth J. White Vice President and Controller

May 17, 2001

CERTIFICATE

The undersigned certifies that she is a duly designated and acting officer of AGL Resources Inc., a Georgia corporation ("AGLR") and that:

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter ended December 31, 2000 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies.

The names and addresses of such state utility commissions are:

Georgia Public Service Commission 47 Trinity Avenue SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 17th day of May, 2001.

/s/. Elizabeth J. White

Elizabeth J. White Vice President and Controller AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D C. 20549

FORM U-9C-3

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QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended March 31, 2001

AGL Resources Inc (Name of registered holding company)

817 West Peachtree Street NW
Atlanta, Georgia 30308
(Address of principal executive offices)

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organiz- ation	State of Incorpor- ation	% of voting Securities Held	Nature of Business
AGL Energy Services, Inc ("AGLE")	Energy Related	7/31/96	Georgia	100% by AGL Resources Inc. ("AGLR")	(a)
Georgia Natural Gas Company ("GNG")	Gas Related	6/10/96	Georgia	100% by AGLR	(b)
AGL Consumer Services, Inc. ("AGCS")	Energy Related	6/5/96	Georgia	100% by AGL Investments Inc. ("AGLI")	s, (c)
Utilipro, Inc. ("Utilipro")	Energy Related	6/17/97	Georgia	100% by AGLI	(b)
AGL Peaking Services, Inc. ("AGL Peaking")*	Energy Related	11/21/97	Georgia	100% by AGLR	(e)
AGL Energy Wise Services, Inc ("Energy Wise")*	Energy Related	3/13/97	Georgia	100% by AGLI	(f)

- (a) AGLE manages gas supply assets for regulated operations and secures gas supply services for unregulated operations and other unaffiliated retail gas marketers
- (b) GNG owns a 50% interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with subsidiaries of Dynegy Holdings, Inc. and Piedmont Natural Gas Company. SouthStar markets natural gas and related services.
- (c) AGCS markets appliance warranty contracts and energy-related consumer services.
- (d) During March 2001, AGLR sold substantially all of the assets of Utilipro.
- (e) AGL Peaking owns a 50% interest in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company. Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility.
- (f) Energy Wise was formed to provide energy audits to promote the conservation of energy through efficient and effective use of natural energy resources.
- * These companies were inactive during the reporting period ended March 31, 2001.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Service	Associate Company Receiving Service(g)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capıtal	Total Amount Billed
AGLE	Chattanooga Gas Company	Gas Supply Management Services	\$22.5	\$8.3	\$0	\$30 8
AGĹE	Atlanta Gas Light Company	Gas Supply Management Services	\$132 8	\$215.3	\$0	\$348.1
AGLE	Virgınıa Natural Gas	Gas Supply Management Services	\$87.3	\$35.9	\$0	\$123 2

⁽g) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Service	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	AGLE	Support ()		\$19 2	\$2 7	\$410.4
AGSC	Utilipro	Support ()		\$160 9	\$26.5	\$258.1
AGSC	GNG	Support ()		\$14 4	\$4 6	\$92.4

⁽h) AGLE receives support services (i.e accounting, marketing, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

⁽i) During March 2001, AGLR sold substantially all of the assets of Utilipro.

During the period ended March 31, 2001, Utilipro received support services (i.e. accounting, information systems, legal, risk management, etc.) from AGSC which were billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

⁽j) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments	in	energy-related	companies	(ın	thousands):

Total consolidated capitalization		
of AGL Resources as of March 31, 2001	\$2,003,919 0	Line 1
Total capitalization multiplied by 15%		
(Line 1 multiplied by 0.15)	300,587.8	Line 2
Greater of \$50 million or line 2	300,587.8	Line 3
Total current aggregate investment:		
(categorized by major line of		
energy-related business)	3,978.7	Line 4
Difference between the greater of \$50		
million or 15% of capitalization and		
the total aggregate investment of the		
registered holding system		
(line 3 less line 4)	296,609.1	
Investments in gas-related companies		
(in thousands):		
Total current aggregate investment.	18,957.6	Line 5
(categorized by major line of		
gas-related business)		
Difference between the greater of \$50		
million or 15% of capitalization and		

ITEM 5 - OTHER INVESTMENTS

281,630 2

Major Line of	Other Invest-	Other Invest-	Reason for
Energy-Related	ment in Last	ment in this	Difference in
Business	U-9C-3 Report	U-9C-3 Report	Other Investment
			

the total aggregate investment of the

registered holding system (line 3 less line 5)

None

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibits

- Exhibit I Balance Sheet of AGLE, GNG, AGL Peaking, Energy Wise and AGCS as of March 31, 2001.

 (Filed under confidential treatment pursuant to Rule 104(b))
- Exhibit II Income Statement for the Three Months Ending March 31, 2001 for AGLE, Utilipro, GNG and AGCS. No Income Statements are being filed for AGL Peaking and Energy Wise as they had no business activity during the quarter (Filed under confidential treatment pursuant to Rule 104(b))
- Exhibit III The certificate as to filing with interested state commissions is attached hereto as Exhibit III.

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

AGL RESOURCES INC.

/s/· Elizabeth J White

By: Elizabeth J. White Vice President and Controller

June 14, 2001

CERTIFICATE

The undersigned certifies that she is a duly designated and acting officer of AGL Resources Inc., a Georgia corporation ("AGLR") and that

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter ended March 31, 2001 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies.

The names and addresses of such state utility commissions are:

Georgia Public Service Commission 47 Trinity Avenue SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 14th day of June, 2001

/s/: Elizabeth J White

Elizabeth J. White Vice President and Controller AGL Resources Inc

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended June 30, 2001

AGL Resources Inc (Name of registered holding company)

817 West Peachtree Street, NW Atlanta, Georgia 30308 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to.

Richard T. O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
817 West Peachtree Street, NW
Atlanta, Georgia 30308

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company AGL Resources Inc	Energy or Gas Related Company	Date of Organization	State of Incorporation	% of Voting Securities Held	Nature of Business
Sequent Energy Management, LLC Georgia Natural Gas Company AGL Peaking Services, Inc * AGL Investments, Inc	Energy related	July 31, 1996	Georgia	100%	(a)
	Gas related	June 10, 1996	Georgia	100%	(b)
	Energy related	November 21, 1997	Georgia	100%	(c)
AGL Consumer Services, Inc	Energy related	June 5, 1996	Georgia	100%	(d)
AGL Energy Wise Services, Inc *	Energy related	March 13, 1997	Georgia	100%	(e)

- (a) Sequent Energy Management, LLC ("Sequent"), formerly AGL Energy Services, Inc , is an asset optimization and wholesale trading and marketing company.
- (b) Georgia Natural Gas Company ("GNG") owns a 50% interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with subsidiaries of Dynegy Holdings, Inc. and Piedmont Natural Gas Company. SouthStar markets natural gas and related services.
- (c) AGL Peaking Services, Inc ("AGL Peaking") owns a 50% interest in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility
- (d) AGL Consumer Services, Inc ("AGCS") markets appliance warranty contracts and energy-related consumer services
- (e) AGL Energy Wise Services, Inc ("Energy Wise") was formed to provide energy audits to promote the conservation of energy through efficient and effective use of natural energy resources
- These companies were inactive during the reporting period ended June 30, 2001

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Service (f)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
Sequent	Atlanta Gas Light Company	Gas supply management services	\$109.2	\$48.9	\$0	\$158 1
Sequent	Chattanooga Gas	Gas supply	V.07 2	Ψ+0)	4 0	\$1.76 I
Sequent	Company Virginia Natural Gas,	management services Gas supply	\$90 4	\$19	\$0	\$92 3
-	Inc	management services	\$99 9	\$8 2	\$0	\$108 1

⁽f) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Service	Types of Services Rendered	Direct Costs	Indirect Costs	Cost of Capital	Total Amount
AGSC	Canana	G	Charged	Charged		Billed
AGSC	Sequent	Support (g)	\$980 2	\$58 8	\$6 2	\$1,045 2
AUSC	GNG	Support (h)	\$55.5	\$41 7	\$6 5	\$103.7 \

- (g) Sequent receives support services (i.e. accounting, marketing, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (h) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related cor	npanies (in thousands):
-----------------------------------	-------------------------

Total consolidated capitalization of AGL Resources as of June 3	30, 2001	\$2,044,405 7	Line 1
Total capitalization multiplied by 15% (Line 1 multiplied by 0 1	.5) .	306,660 9	Line 2
Greater of \$50 million or line 2		306,660 9	Line 3
Total current aggregate investment (categorized by major line of energy-related business) Sequent Energy Wise AGCS AGL Peaking Total current aggregate investment Difference between the greater of \$50 million or 15% of capitals and the total aggregate investment of the registered holding compliance of the segistered holding compliance of the segistered holding compliance in the segistered holding compliance of the segistered holding compliance in the	2,388 8 79 5 (71 0) 3,661 0	6,058 3 300,602 6	Line 4
Investments in gas-related companies (in thousands)	:		
Total current aggregate investment (categorized by major line of gas-related business) GNG Total current aggregate investment	16,090 4	16,090 4	Line 5
Difference between the greater of \$50 million or 15% of capitals and the total aggregate investment of the registered holding com (line 3 less line 5)	zation pany system	290,570 5	

ITEM 5 - OTHER INVESTMENTS

Major Line of Energy-	Other Investment in Last	Other Investment in this	Reason for Difference in Other Investment
Related Business	U-9C-3 Report	U-9C-3 Report	
None			

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibit I -	Balance Sheet of Sequent, GNG, AGL Peaking, Energy Wise and AGCS as of June 30, 2001 (Filed under confidential treatment pursuant to Rule 104(b))
Exhibit II -	Income Statement for the Three Months Ended June 30, 2001 for Sequent, Utilipro, GNG and AGCS No Income Statements are being filed for AGL Peaking and Energy Wise as they had no business activity during the quarter. (Filed under confidential treatment pursuant to Rule 104(b))
Exhibit III -	The certificate as to filing with interested state commissions is attached hereto as Exhibit III

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

AGL RESOURCES INC.

By. /s/ Richard T. O'Brien

Richard T. O'Brien Executive Vice President and Chief Financial Officer

October 1, 2001

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc , a Georgia corporation ("AGLR") and that

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter ended June 30, 2001 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies.

The names and addresses of such state utility commissions are

Georgia Public Service Commission 47 Trinity Avenue SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 1st day of October, 2001

/s/Richard T O'Brien

Richard T O'Brien
Executive Vice President and
Chief Financial Officer
AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended September 30, 2001

AGL Resources Inc (Name of registered holding company)

817 West Peachtree Street, NW Atlanta, Georgia 30308 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to

Richard T O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
817 West Peachtree Street, NW
Atlanta, Georgia 30308

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company AGL Resources Inc	Energy or Gas Related Company	Date of Organization	State of Incorporation	% of Voting Securities Held	Nature of Business
Sequent Energy Management, LP Georgia Natural Gas Company AGL Peaking Services, Inc AGL Investments, Inc	Energy related Gas related Energy related	June 29, 2001 June 10, 1996 November 21, 1997	Georgia Georgia Georgia	100% 100% 100%	(a) (b) (c)
AGL Consumer Services, Inc AGL Energy Wise Services, Inc	Energy related Energy related	June 5, 1996 March 13, 1997	Georgia Georgia	100% 100%	(d) (e)

- (a) Sequent Energy Management, LP ("Sequent"), successor to AGL Energy Services, Inc. (a Georgia corporation organized July 31, 1996), is an asset optimization and wholesale energy trading and marketing company
- (b) Georgia Natural Gas Company ("GNG") owns a 50% interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with subsidiaries of Dynegy Holdings, Inc. and Piedmont Natural Gas Company SouthStar markets natural gas and related services.
- (c) During September 2001, AGL Peaking Services, Inc ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility
- (d) AGL Consumer Services, Inc ("ACS") markets appliance warranty contracts and energy-related consumer services
- (e) AGL Energy Wise Services, Inc. ("Energy Wise") was formed to provide energy audits to promote the conservation of energy through efficient and effective use of natural energy resources
- * This company was inactive during the reporting period ended September 30, 2001

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Service (f)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
Sequent	Atlanta Gas Light Company	Gas supply management services	\$ 158			\$ 158
Sequent	Chattanooga Gas	Gas supply	\$ 130			\$ 136
-	Company	management services	\$ 105			\$ 105
Sequent	Virginia Natural Gas,	Gas supply				
	Inc	management services	\$ 81			\$ 81

⁽f) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC"). As per Rules 80 and 81, energy purchases are not reported hereunder.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Service	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	Sequent	Support (g) Support (h)	\$ 1,767	\$ (605)	\$ 6	\$ 1,168
AGSC	GNG		\$ 109	\$ 31	\$ 6	\$ 146

- (g) Sequent receives support services (i.e. accounting, marketing, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (h) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in t			
Total consolidated capitalization of AGL Resources as of	of September 30, 2001	\$2,084,681 9	Line 1
Total capitalization multiplied by 15% (Line 1 multiplied	ed by 0 15)	312,702 3	Line 2
Greater of \$50 million or line 2		312,702 3	Line 3
Total current aggregate investment			
(categorized by major line of energy-related busine	ess)		,
Sequent	2,014 8		
Energy Wise	80 4		
ACS	(63 5)		
AGL Peaking	2,056 3		
Total current aggregate investment		4,088 0	Line 4
Difference between the greater of \$50 million or 15% of and the total aggregate investment of the registered hold (line 3 less line 4)			
Investments in gas-related companies (in thou	agam da).	308,624 3	
Total current aggregate investment	isanus):		
(categorized by major line of gas-related business)			
GNG	2,276 6		
Total current aggregate investment		2,276 6	Line 5
Difference between the greater of \$50 million or 15% of and the total aggregate investment of the registered hold			
(line 3 less line 5)	g vopan, oystem	310,427 7	

ITEM 5 - OTHER INVESTMENTS

Major Line of Energy- Related Business Other Investment U-9C-3 Repo		Reason for Difference in Other Investment
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None

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibit I -	Balance Sheets of Sequent, GNG, Energy Wise, ACS and AGL Peaking as of September
n	30, 2001 (Filed under confidential treatment pursuant to Rule 104(b))
Exhibit II -	Income Statement for the Three Months Ended September 30, 2001 Sequent, GNG,
	Energy Wise, ACS and AGL Peaking (Filed under confidential treatment pursuant to
	Rule 104(b))
Exhibit III -	The certificate as to filing with interested state commissions is attached hereto as Exhibit
	III

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

AGL RESOURCES INC.

By. /s/ Richard T. O'Brien

Richard T. O'Brien Executive Vice President and Chief Financial Officer

January 8, 2002

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc., a Georgia corporation ("AGLR") and that

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter ended September 30, 2001 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies.

The names and addresses of such state utility commissions are:

Georgia Public Service Commission 47 Trinity Avenue SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 8th day of January, 2002

/s/ Richard T O'Brien

Richard T. O'Brien
Executive Vice President and
Chief Financial Officer
AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended March 31, 2002

AGL Resources Inc. (Name of registered holding company)

817 West Peachtree Street, NW Atlanta, Georgia 30308 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to.

Richard T O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
817 West Peachtree Street, NW
Atlanta, Georgia 30308

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organization	State of Incorporation	% of Voting Securities Held	Nature of Business
AGL Resources Inc					
Sequent Energy Management, LP	Energy related	June 29, 2001	Georgia	100%	(a)
Georgia Natural Gas Company	Gas related	June 10, 1996	Georgia	100%	(b)
AGL Peaking Services, Inc *	Energy related	November 21, 1997	Georgia	100%	(c)
AGL Investments, Inc			· ·		(-)
AGL Consumer Services, Inc *	Energy related	June 5, 1996	Georgia	100%	(d)
AGL Energy Wise Services, Inc *	Energy related	March 13, 1997	Georgia	100%	(e)

- (a) Sequent Energy Management, LP ("Sequent"), successor to AGL Energy Services, Inc (a Georgia corporation organized July 31, 1996), is an asset optimization, gas supply services, and wholesale trading and marketing company.
- (b) Georgia Natural Gas Company ("GNG") owns a 50% interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with subsidiaries of Dynegy Holdings, Inc. and Piedmont Natural Gas Company. SouthStar markets natural gas and energy-related services
- (c) During September 2001, AGL Peaking Services, Inc ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company. Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility
- (d) AGL Consumer Services, Inc ("ACS") was formed to market appliance warranty contracts and energy-related consumer services. During the quarter ended March 31, 2002, AGL Resources dissolved ACS
- (e) AGL Energy Wise Services, Inc ("Energy Wise") was formed to provide energy audits to promote the conservation of energy through efficient and effective use of natural energy resources During the quarter ended March 31, 2002, AGL Resources dissolved Energy Wise
- * This company was inactive during the reporting period ended March 31, 2002

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

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ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Service (f)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
Sequent	Atlanta Gas Light Company	Gas supply management services	\$ 90			\$ 90
Sequent	Virginia Natural Gas,	Gas supply	¥ 70			\$ 90
Sequent	Inc Chattanooga Gas	management services Gas supply	\$ 84			\$ 84
	Company	management services	\$ 69			\$ 69

⁽f) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC"). As per Rules 80 and 81, energy purchases are not reported hereunder.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company	Reporting Company	Types of Services	Direct	Indirect	Cost of	Total
Rendering Services	Receiving Service	Rendered	Costs	Costs	Capital	Amount
AGSC AGSC	Sequent GNG	Support (g) Support (h)	Charged \$ 540 \$ 94	Charged \$ 246 \$ 26	\$ 17 \$ 3	Billed \$ 803 \$ 123

- (g) Sequent receives support services (i.e accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (h) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in thou Total consolidated capitalization of AGL Resources as of M.		\$2,107,493 2	Line 1
Total capitalization multiplied by 15% (Line 1 multiplied by	y 0.15) †	316,124 0	Line 2
Greater of \$50 million or line 2	, ,	316,124 0	Line 3
Total current aggregate investment	`	,	
(categorized by major line of energy-related business)			
Sequent	57,847 7		
Energy Wise	0 0		
ACS	0 0		
AGL Peaking	4,848.5		
Total current aggregate investment		62,696 2	Line 4
Difference between the greater of \$50 million or 15% of cal and the total aggregate investment of the registered holding			
(line 3 less line 4)		253,427 8	
Investments in gas-related companies (in thousar Total current aggregate investment †	nds):		
(categorized by major line of gas-related business)			
GNG	37,477 2		
Total current aggregate investment		37,477 2	Line 5
Difference between the greater of \$50 million or 15% of cap and the total aggregate investment of the registered holding			
(line 3 less line 5)		278,646 8	

^{*} Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt

ITEM 5 - OTHER INVESTMENTS

Major Line of Energy-	Other Investment in Last	Other Investment in this U-9C-3 Report	Reason for Difference in
Related Business	U-9C-3 Report		Other Investment

None

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibit I -	Balance Sheets of Sequent, GNG, and AGL Peaking as of March 31, 2002 (Submitted
Exhibit II -	under confidential treatment request pursuant to Rule 104(b))
	Income Statement for the Three Months Ended March 31, 2002 for Sequent, GNG,
	Energy Wise, ACS and AGL Peaking (Submitted under confidential treatment request
Exhibit III -	pursuant to Rule 104(b))
	The certificate as to filing with interested state commissions is attached hereto as Exhibit
	III

[†] Total current aggregate investment consists of common shareholders' equity and net intercompany payable (receivable) balance including money pool

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

AGL RESOURCES INC.

By: /s/ Richard T O'Brien

Richard T. O'Brien Executive Vice President and Chief Financial Officer

May 31, 2002

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc., a Georgia corporation ("AGLR") and that:

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter ended December 31, 2001 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies.

The names and addresses of such state utility commissions are-

Georgia Public Service Commission 47 Trinity Avenue SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 31st day of May, 2002

/s/ Richard T. O'Brien

Richard T O'Brien Executive Vice President and Chief Financial Officer AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended June 30, 2002

AGL Resources Inc. (Name of registered holding company)

817 West Peachtree Street, NW Atlanta, Georgia 30308 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to:

Richard T. O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
817 West Peachtree Street, NW
Atlanta, Georgia 30308

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organization	State of Incorporation	% of Voting Securities Held	Nature of Business
AGL Resources Inc	- ·,			. IICIG	
Sequent Energy Management, LP	Energy related	June 29, 2001	Georgia	100%	(a)
Georgia Natural Gas Company	Gas related	June 10, 1996	Georgia	100%	(b)
AGL Peaking Services, Inc * AGL Investments, Inc	Energy related	November 21, 1997	Georgia	100%	(c)
AGL Consumer Services, Inc *	Energy related	June 5, 1996	Georgia	100%	(d)
AGL Energy Wise Services, Inc *	Energy related	March 13, 1997	Georgia	100%	(e)

- (a) Sequent Energy Management, LP ("Sequent"), successor to AGL Energy Services, Inc (a Georgia corporation organized July 31, 1996), is an asset optimization, gas supply services, and wholesale marketing and risk management subsidiary.
- (b) Georgia Natural Gas Company ("GNG") owns a 50% interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with subsidiaries of Dynegy Inc. and Piedmont Natural Gas Company SouthStar markets a combination of unregulated energy products and services to industrial, commercial and residential customers in the Southeastern United States
- (c) During September 2001, AGL Peaking Services, Inc. ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility
- (d) AGL Consumer Services, Inc ("ACS") was formed to market appliance warranty contracts and energy-related consumer services During the quarter ended June 30, 2002, AGL Resources dissolved ACS
- (e) AGL Energy Wise Services, Inc ("Energy Wise") was formed to provide energy audits to promote the conservation of energy through efficient and effective use of natural energy resources During the quarter ended June 30, 2002, AGL Resources dissolved Energy Wise
- * This company was inactive during the reporting period ended June 30, 2002

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Service (f)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
Sequent	Atlanta Gas Light Company	Gas supply management services	\$ 87		!	\$ 87
Sequent	Virginia Natural Gas,	Gas supply				4 0,
Sequent	Inc Chattanooga Gas	management services Gas supply	\$ 131			\$ 131
	Company	management services	\$ 90			\$ 90

⁽f) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Service	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	Sequent	Support (g)	\$ 627	\$ 210	\$ 14	\$ 851
AGSC	GNG	Support (h)	\$ 50	\$ 11	\$ 3	\$ 64

⁽g) Sequent receives support services (i.e. accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

⁽h) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in t Total consolidated capitalization of AGL Resources as of		\$2,124,868 9	Line 1
Total capitalization multiplied by 15% (Line 1 multiplie	ed by 0 15) †	318,730 3	Line 2
Greater of \$50 million or line 2		318,730 3	Line 3
Total current aggregate investment			1
(categorized by major line of energy-related busine	ess)		1
Sequent	30,772 5		
Energy Wise	0 0		
ACS	0 0		
AGL Peaking	4,848 6		
Total current aggregate investment		35,621 1	Line 4
Difference between the greater of \$50 million or 15% of and the total aggregate investment of the registered hold	-	202 400 2	i İ
(line 3 less line 4) Investments in cas related companies (in they	ugan da).	283,109 2	
Investments in gas-related companies (in thou Total current aggregate investment †	isands).		1
(categorized by major line of gas-related business)			•
GNG	37,191 2		
Total current aggregate investment		37,191 2	Line 5
Difference between the greater of \$50 million or 15% o and the total aggregate investment of the registered hold	-		,
(line 3 less line 5)	. , , , , , , , , , , , , , , , , , , ,	281,539 1	

^{*} Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt

ITEM 5 - OTHER INVESTMENTS

Major Line of Energy-	Other Investment in Last	Other Investment in this	Reason for Difference in
Related Business	U-9C-3 Report	U-9C-3 Report	Other Investment
None			

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibit I -	Balance Sheets of Sequent, GNG, and AGL Peaking as of June 30, 2002 (Submitted
	under confidential treatment request pursuant to Rule 104(b))
Exhibit II -	Income Statement for the Three Months Ended June 30, 2002 for Sequent, GNG, Energy
	Wise, ACS and AGL Peaking (Submitted under confidential treatment request pursuant
	to Rule 104(b))
Exhibit III -	The certificate as to filing with interested state commissions is attached hereto as Exhibit
	III

[†] Total current aggregate investment consists of common shareholders' equity and net intercompany payable (receivable) balance including money pool

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

AGL RESOURCES INC.

By /s/Richard T O'Brien

Richard T. O'Brien Executive Vice President and Chief Financial Officer

August 29, 2002

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc, a Georgia corporation ("AGLR") and that.

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter ended March 31, 2002 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies.

The names and addresses of such state utility commissions are

Georgia Public Service Commission

244 Washington Street, SW

Atlanta, GA 30334

Virginia State Corporation Commission

1300 East Main Street

10th Floor

Richmond, VA 23219

Tennessee Regulatory Authority

460 James Robertson Parkway

Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 29th day of August, 2002.

/s/ Richard T. O'Brien

Richard T. O'Brien

Executive Vice President and

Chief Financial Officer

AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended September 30, 2002

AGL Resources Inc (Name of registered holding company)

817 West Peachtree Street, NW Atlanta, Georgia 30308 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to:

Richard T. O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
817 West Peachtree Street, NW
Atlanta, Georgia 30308

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organization	State of Incorporation	% of Voting Securities Held	Nature of Business
AGL Resources Inc	Company			riela	
Sequent Energy Management, LP	Energy related	September 29, 2001	Georgia	100%	(a)
Georgia Natural Gas Company	Gas related	September 10, 1996	Georgia	100%	(a) (b)
AGL Peaking Services, Inc * AGL Investments, Inc	Energy related	November 21, 1997	Georgia	100%	(c)
AGL Consumer Services, Inc *	Energy related	September 5, 1996	Georgia	100%	(d)
AGL Energy Wise Services, Inc *	Energy related	March 13, 1997	Georgia	100%	(e)

- (a) Sequent Energy Management, LP ("Sequent"), successor to AGL Energy Services, Inc (a Georgia corporation organized July 31, 1996), is an asset optimization, gas supply services, and wholesale marketing and risk management subsidiary.
- (b) Georgia Natural Gas Company ("GNG") owns a 50% interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with subsidiaries of Dynegy Inc. and Piedmont Natural Gas Company. SouthStar markets a combination of unregulated energy products and services to industrial, commercial and residential customers in the Southeastern United States
- (c) During September 2001, AGL Peaking Services, Inc. ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility
- (d) AGL Consumer Services, Inc ("ACS") was formed to market appliance warranty contracts and energy-related consumer services AGL Resources dissolved ACS during the quarter ended June 30, 2002
- (e) AGL Energy Wise Services, Inc ("Energy Wise") was formed to provide energy audits to promote the conservation of energy through efficient and effective use of natural energy resources AGL Resources dissolved Energy Wise during the quarter ended June 30, 2002
- This company was inactive during the reporting period ended September 30, 2002

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Service (f)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
Sequent Sequent	Atlanta Gas Light Company Virginia Natural Gas,	Gas supply management services Gas supply	\$ 128		~~	\$ 128
Sequent	Inc Chattanooga Gas	management services Gas supply	\$ 133			\$ 133
•	Company	management services	\$ 80			\$ 80

(f) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Service	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	Sequent	Support (g)	\$ 493	\$ 177	\$ 10	\$ 680
AGSC	GNG	Support (h)	\$ 37	\$ 33	\$ 1	\$ 71

- (g) Sequent receives support services (i.e. accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (h) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in the			
Total consolidated capitalization of AGL Resources as of	September 30, 2002 *	\$2,122,801 1	Line 1
Total capitalization multiplied by 15% (Line 1 multiplied	by 0 15) †	318,420 0	Line 2
Greater of \$50 million or line 2		318,420 0	Line 3
Total current aggregate investment †			
(categorized by major line of energy-related business	s)		
Sequent	6,515 8		
Energy Wise	0 0		
ACS	0 0		
AGL Peaking	4,923 3		
Total current aggregate investment		11,439 1	Line 4
Difference between the greater of \$50 million or 15% of cand the total aggregate investment of the registered holding			
(line 3 less line 4)	1.	306,980 9	
Investments in gas-related companies (in thouse Total current aggregate investment †	ands):		
(categorized by major line of gas-related business)			
GNG	9,781 8		
Total current aggregate investment		9,781 8	Line 5
Difference between the greater of \$50 million or 15% of cand the total aggregate investment of the registered holding			
(line 3 less line 5)	. , , ,	308,638 2	

^{*} Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt
† Total current aggregate investment consists of common shareholders' equity and net intercompany payable (receivable) balance including money pool

ITEM 5 - OTHER INVESTMENTS

None

Major Line of Energy-	Other Investment in Last	Other Investment in this	Reason for Difference in
Related Business	U-9C-3 Report	U-9C-3 Report	Other Investment

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibit I -	Balance Sheets of Sequent, GNG, and AGL Peaking as of September 30, 2002
	(Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit II -	Income Statement for the Three Months Ended September 30, 2002 for Sequent, GNG,
	Energy Wise, ACS and AGL Peaking (Submitted under confidential treatment request
	pursuant to Rule 104(b))
Exhibit III -	The certificate as to filing with interested state commissions is attached hereto as Exhibit
	III.

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935

AGL RESOURCES INC

By /s/ Richard T O'Brien

Richard T O'Brien
Executive Vice President and
Chief Financial Officer

November 27, 2002

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc , a Georgia corporation ("AGLR") and that:

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter June 30, 2002 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies

The names and addresses of such state utility commissions are:

Georgia Public Service Commission 244 Washington Street, SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 27th day of November, 2002

/s/ Richard T. O'Brien

Richard T. O'Brien
Executive Vice President and
Chief Financial Officer
AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

For the Quarter Ended December 31, 2002

AGL Resources Inc. (Name of registered holding company)

817 West Peachtree Street, NW Atlanta, Georgia 30308 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to:

Richard T. O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
817 West Peachtree Street, NW
Atlanta, Georgia 30308

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organization	State of Incorporatio n	% of Voting Securities Held	Nature of Business
AGL Resources Inc					
Sequent Energy Management, LP	Energy related	September 29, 2001	Georgia	100%	(a)
Georgia Natural Gas Company	Gas related	September 10, 1996	Georgia	100%	(b)
SouthStar Energy Services, LLC	Gas related	July 13, 1998	Delaware	33%	(c)
AGL Peaking Services, Inc *	Energy related	November 21, 1997	Georgia	100%	(d)

- (a) Sequent Energy Management, LP ("Sequent"), successor to AGL Energy Services, Inc. (a Georgia corporation organized July 31, 1996), is an asset optimization, gas supply services, and wholesale marketing and risk management subsidiary.
- (b) Georgia Natural Gas Company ("GNG") owns a 50% interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with subsidiaries of Dynegy Holdings Inc. and Piedmont Natural Gas Company.
- (c) SouthStar offers a combination of unregulated energy products and services to industrial, commercial and residential customers in the southeastern United States
- (d) During September 2001, AGL Peaking Services, Inc ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility.
- * This company was inactive during the reporting period ended December 31, 2002

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

None

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Service (e)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
Sequent	Atlanta Gas Light	Gas supply	9	ouni god		Diffed
Sequent	Company Virginia Natural Gas,	management services Gas supply	\$ 86			\$ 86
Sequent	Inc Chattanooga Gas	management services Gas supply	\$ 109			\$ 109
	Company	management services	\$ 46			\$ 46

⁽e) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Service	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC AGSC AGSC	Sequent GNG AGL Peaking	Support (f) Support (g) Support (h)	\$ 576 \$ 18	\$ 413 \$ 21 \$ 2	\$ 12 \$ 1 -	\$ 1,001 \$ 40 \$ 2

- (f) Sequent receives support services (i.e. accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.
- (g) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.
- (h) AGL Peaking receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in t Total consolidated capitalization of AGL Resources as of		\$2,122,995	Line 1
Total capitalization multiplied by 15% (Line 1 multiplie	ed by 0 15)	318,449	Line 2
Greater of \$50 million or line 2		318,449	Line 3
Total current aggregate investment (2)		•	
(categorized by major line of energy-related busine	ess)		
Sequent	(31,836)		
AGL Peaking	4,917		
Total current aggregate investment		(26,919)	Line 4
Difference between the greater of \$50 million or 15% or and the total aggregate investment of the registered hold (line 3 less line 4)		345,368	
Investments in gas-related companies (in thou Total current aggregate investment	sands):	•	
(categorized by major line of gas-related business)			
GNG (3)	25,247		
SouthStar (4)	44,611		
Total current aggregate investment		69,858	Line 5
Difference between the greater of \$50 million or 15% of and the total aggregate investment of the registered hold	capitalization	,	
(line 3 less line 5)	- · · ·	248,591	

- (1) Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt
- (2) Total current aggregate investment consists of investment in subsidiary, net intercompany receivable (payable) balance including money pool, and retained earnings of subsidiary
- (3) Total current aggregate investment consists of investment in subsidiary and net intercompany receivable (payable) balance including money pool
- (4) Total current aggregate investment consists of investment and equity in joint venture

ITEM 5 - OTHER INVESTMENTS

Major Line of Energy-	Other Investment in Last	Other Investment in this	Reason for Difference in
Related Business	U-9C-3 Report	U-9C-3 Report	Other Investment

None

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

Exhibit I -	Balance Sheets of Sequent, GNG, and AGL Peaking as of December 31, 2002
	(Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit Ia -	Balance Sheet of SouthStar as of December 31, 2002 (Submitted under confidential
	treatment request pursuant to Rule 104(b))
Exhibit II -	Income Statement for the Three Months Ended December 31, 2002 for Sequent, GNG
	and AGL Peaking (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit IIa -	Income Statement for the Three Months Ended December 31, 2002 for SouthStar
	(Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit III -	The certificate as to filing with interested state commissions is attached hereto as Exhibit
	III

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

AGL RESOURCES INC

By: /s/ Richard T. O'Brien

Richard T. O'Brien Executive Vice President and Chief Financial Officer

February 28, 2003

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc., a Georgia corporation ("AGLR") and that

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter September 30, 2002 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies

The names and addresses of such state utility commissions are

Georgia Public Service Commission 244 Washington Street, SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 28th day of February, 2003

/s/ Richard T O'Brien

Richard T. O'Brien
Executive Vice President and
Chief Financial Officer
AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935, AS AMENDED

For the Quarter Ended March 31, 2003

AGL Resources Inc. (Name of registered holding company)

Ten Peachtree Place Atlanta, Georgia 30309 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to:

Richard T O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
Ten Peachtree Place
Atlanta, Georgia 30309
404-584-9470

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organization	State of Organization	% of Voting Securities Held	Nature of Business (a)
AGL Resources Inc (AGL Resources) (b)		11/27/1995	Georgia		RHC
AGL Investments, Inc (AGLI) (b)		11/27/1995	Georgia	100%	IHC
Sequent, LLC (Sequent)	Energy	01/29/2001	Georgia	100%	IHC
Sequent Energy Management, LP (SEM)	Energy	06/29/2001	Georgia	1%	(c)
Sequent Energy Marketing, LP *	Energy	07/12/2001	Georgia	1%	Inactive
Sequent Holdings, LLC	Energy	06/29/2001	Georgia	100%	IHC
SEM	Energy	06/29/2001	Georgia	99%	(c)
Sequent Energy Marketing, LP *	Energy	07/12/2001	Georgia	99%	Inactive
Southeastern LNG, Inc	Gas	11/14/2000	Georgia	100%	(d)
Georgia Natural Gas Company (GNG)	Gas	09/10/1996	Georgia	100%	(e)
SouthStar Energy Services, LLC	Gas	07/13/1998	Delaware	50%	(f)
AGL Peaking Services, Inc *	Gas	11/21/1997	Georgia	100%	(r) (g)

- This company was inactive during the reporting period ended March 31, 2003
- (a) The following acronyms are used in Item 1 RHC registered holding company, IHC intermediate holding company.
- (b) AGL Resources and AGLI are not reporting companies but are included in this Item 1 because they hold securities, directly or indirectly, in the energy-related and gas-related companies as indicated
- (c) SEM is an asset optimization, gas supply services, and wholesale marketing and risk management subsidiary
- (d) Southeastern LNG, Inc owns and operates a fleet of liquefied natural gas tankers
- (e) GNG owns a noncontrolling 70% financial interest in SouthStar Energy Services, LLC ("SouthStar"), a joint venture with a subsidiary of Piedmont Natural Gas Company. Although AGL Resources owns 70% of SouthStar, most matters of significance require the unanimous vote of each owner's representative to the governing board of SouthStar. Prior to March 11, 2003, GNG owned 50% of SouthStar, with subsidiaries of Piedmont Natural Gas Company and Dynegy Holdings Inc owning 20% and 30%, respectively
- (f) SouthStar markets natural gas and related services to retail customers, principally in Georgia. SouthStar is the largest retail marketer of natural gas in Georgia with a market share of 38% and operates under the trade name Georgia Natural Gas
- (g) During September 2001, AGL Peaking Services, Inc ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company. Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility. AGL Peaking owns property formerly designated for the peaking facility, but has no active operations.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

					Person to		Consideratio
Company issuing	Type of security	Principal amount of	Issue or	Cost of	whom security	Collateral given with	n received for each
security	issued	security	renewal	capital	was issued	security	security

No reportable issues

Company contributing capital

Company receiving capital

Amount of capital contribution

No reportable capital contributions

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Services (a)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
SEM	Atlanta Gas Light	Gas procurement,	onni gen	Chargea		bineu
SEM	Company Virginia Natural Gas,	scheduling and other Gas procurement,	\$ 57			\$ 57
SEM	Inc Chattanooga Gas	scheduling and other Gas procurement,	\$ 80			\$ 80
SEM	Company Atlanta Gas Light	scheduling and other Gas Transmission	\$ 37			\$ 37
SEM	Company Virginia Natural Gas,	Storage Management Gas Transmission	**	**	**	**
SEM	Inc Chattanooga Gas	Storage Management Gas Transmission	**	**	**	**
	Company	Storage Management	**	**	**	**

⁽a) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder

^{**} Represents information filed separately with the Commission pursuant to a request for confidential treatment pursuant to Rule 104 of the Public Utility Holding Company Act of 1935, as amended.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	SEM	Support (b)	\$ 1,020	\$ 144	\$ 19	\$ 1,183
AGSC	Southeastern LNG, Inc	Support (c)	\$ 9	\$ 1	-	\$ 10
AGSC	GNG	Support (d)	\$ 53	\$ 19	\$ 1	\$ 73
AGSC	AGL Peaking	Support (e)	-	\$ 2	-	\$ 2

- (b) Sequent receives support services (i.e. accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (c) Southeastern LNG, Inc receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report but will be provided by Form U-13-60.
- (d) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.
- (e) AGL Peaking receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in thousands):

Total consolidated capitalization of AGL Resources as of December 31, 2002 (1)	\$2,045,701		Line 1
Total capitalization multiplied by 15% (Line 1 multiplied by 0 15)	306,855		Line 2
Greater of \$50 million or line 2		\$306,855	Line 3
Total current aggregate investment (2)		*****	2
(categorized by major line of energy-related business)			
Sequent organization (3)	9,793		
Total current aggregate investment		9,793	Line 4
Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system		,	
(line 3 less line 4)		\$297,062	
Investments in gas-related companies (in thousands):			
Total current aggregate investment (2)			

(categorized by major line of gas-related business)

GNG 9,870
SouthStar (3) 72,224
AGL Peaking 1,987
Southeastern LNG, Inc 550

Total current aggregate investment 84,631 Line 5

Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system (line 3 less line 5)

\$222,224

ITEM 5 - OTHER INVESTMENTS

Major Line of Energy-	Other Investment in Last	Other Investment in this	Reason for Difference in
Related Business	U-9C-3 Report	U-9C-3 Report	Other Investment

None

⁽¹⁾ Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt

⁽²⁾ Total current aggregate investment consists of common stock owned by system companies, premium on common stock, and retained earnings

⁽³⁾ GNG's portion of SouthStar's owner's equity

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A	Financial Statements
Exhibit I	Balance Sheets of Sequent; SEM; Sequent Holdings, LLC; Southeastern LNG, Inc., GNG, and AGL Peaking as of March 31, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit Ia	Balance Sheet of SouthStar as of March 31, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit II	Income Statement for the Three Months Ended March 31, 2003 for Sequent, SEM; Southeastern LNG, Inc., GNG and AGL Peaking (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit IIa	Income Statement for the Three Months Ended March 31, 2003 for SouthStar (Submitted under confidential treatment request pursuant to Rule 104(b))
В	Exhibits
Exhibit III	The certificate as to filing with interested state commissions is attached hereto as Exhibit III.
Exhibit IV	Gas Transmission Storage Management Agreement between SEM and Atlanta Gas Light Company (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit V	Gas Transmission Storage Management Agreement between SEM and Virginia Natural Gas, Inc. (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit VI	Gas Transmission Storage Management Agreement between SEM and Chattanooga Gas Company (Submitted under confidential treatment request pursuant to Rule 104(b))

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended

AGL RESOURCES INC.

By. /s/ Richard T O'Brien

Richard T O'Brien
Executive Vice President and
Chief Financial Officer

May 30, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3 AMENDMENT NO. 1

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935, AS AMENDED

For the Quarter Ended March 31, 2003

AGL Resources Inc. (Name of registered holding company)

Ten Peachtree Place Atlanta, Georgia 30309 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to:

Richard T O'Brien
Executive Vice President and Chief Financial Officer
AGL Resources Inc.
Ten Peachtree Place
Atlanta, Georgia 30309
404-584-9470

This Amendment No. 1 to AGL Resources Inc 's Quarterly Report on Form U-9C-3 for the period ended March 31, 2003 is being filed solely to amend Item 6 and to include Exhibit IV(c) and Exhibit V, which AGL Resources Inc. did not submit under a confidential treatment request No other revisions have been made to AGL Resources Inc.'s Quarterly Report on Form U-9C-3 filed on May 30, 2003.

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A Exhibit I	Financial Statements Balance Sheets of Sequent; SEM; Sequent Holdings, LLC; Southeastern LNG, Inc; GNG, and AGL Peaking as of March 31, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit Ia	Balance Sheet of SouthStar as of March 31, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit II	Income Statement for the Three Months Ended March 31, 2003 for Sequent; SEM; Southeastern LNG, Inc., GNG and AGL Peaking (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit IIa	Income Statement for the Three Months Ended March 31, 2003 for SouthStar (Submitted under confidential treatment request pursuant to Rule 104(b))
B Exhibit III	Exhibits The certificate as to filing with interested state commissions (Exhibit III, AGL Resources Inc. Form U-9C-3 for the quarter ended March 31, 2003, as filed with the Commission on May 30, 2003)
Exhibit IV	(a) Agreement dated July 1, 1996, by and between Atlanta Gas Light Company and AGL Energy Services, Inc (currently Sequent Energy Management, LLC) (the "1996 Agreement"), which was superseded by an agreement that was subsequently voided (Submitted under confidential treatment request pursuant to Rule 104(b))
	(b) Letter dated March 30, 2002, from Atlanta Gas Light Company to Sequent Energy Management, LP, which modifies the 1996 Agreement (Submitted under confidential treatment request pursuant to Rule 104(b))
	(c) Standards of Conduct Agreement, dated July 2001, which governs the business relationship between Atlanta Gas Light Services and Sequent Energy Management, LP
Exhibit V	Gas Supply Asset Assignment and Agency Agreement, dated as of December 1, 2000, by and between Virginia Natural Gas, Inc. and AGL Energy Services, Inc. (currently Sequent Energy Management, LLC)
Exhibit VI	Gas Storage Bailment Agreement, entered into as of May 1, 2001, by and between Chattanooga Gas Company and Sequent Energy Management, LLC (Submitted under confidential treatment request pursuant to Rule 104(b))

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended.

AGL RESOURCES INC.

By /s/ Richard T. O'Brien

Richard T. O'Brien Executive Vice President and Chief Financial Officer

June 4, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935, AS AMENDED

For the Quarter Ended June 30, 2003

AGL Resources Inc (Name of registered holding company)

Ten Peachtree Place Atlanta, Georgia 30309 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to

Bryan E. Seas
Vice President and Controller
AGL Resources Inc
Ten Peachtree Place
Atlanta, Georgia 30309
404-584-4000

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ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organization	State of Organization	% of Voting Securities Held	Nature of Business (a)
AGL Resources Inc (AGL Resources) (b)		11/27/1995	Georgia		RHC
AGL Investments, Inc (AGLI) (b)		11/27/1995	Georgia	100%	IHC
Sequent, LLC (Sequent)	Energy	01/29/2001	Georgia	100%	IHC
Sequent Energy Management, LP (SEM)	Energy	06/29/2001	Georgia	1%	(c)
Sequent Energy Marketing, LP *	Energy	07/12/2001	Georgia	1%	Inactive
Sequent Holdings, LLC	Energy	06/29/2001	Georgia	100%	IHC
SEM	Energy	06/29/2001	Georgia	99%	(c)
Sequent Energy Marketing, LP *	Energy	07/12/2001	Georgia	99%	Inactive
Southeastern LNG, Inc	Gas	11/14/2000	Georgia	100%	(d)
Georgia Natural Gas Company (GNG)	Gas	09/10/1996	Georgia	100%	(e)
SouthStar Energy Services, LLC (SouthStar)	Gas	07/13/1998	Delaware	50%	(f)
AGL Peaking Services, Inc *	Gas	11/21/1997	Georgia	100%	(g)

- * This company was inactive during the reporting period ended June 30, 2003.
- (a) The following acronyms are used in Item 1 RHC registered holding company, IHC intermediate holding company
- (b) AGL Resources and AGLI are not reporting companies but are included in this Item 1 because they hold securities, directly or indirectly, in the energy-related and gas-related companies as indicated.
- (c) SEM is an asset optimization, gas supply services, and wholesale marketing and risk management subsidiary
- (d) Southeastern LNG, Inc owns and operates a fleet of liquefied natural gas tankers.
- (e) Initially, GNG owned a 50% interest in SouthStar, a subsidiary of Piedmont Natural Gas Company owned a 30% interest and a subsidiary of Dynegy Holdings Inc. owned the remaining 20%. On January 24, 2003, we announced that our wholly-owned subsidiary, GNG, reached an agreement to purchase Dynegy's 20% ownership interest of SouthStar. The transaction closed March 11, 2003 and for accounting purposes had an effective date of February 18, 2003. Upon closing, GNG owned a non-controlling 70% financial interest in SouthStar and Piedmont's subsidiary owned the remaining 30%. Although we own 70% of SouthStar, we do not have a controlling interest as matters of significance require the unanimous vote of Piedmont's representative and our representative to the governing board of SouthStar.
- (f) SouthStar markets natural gas and related services to retail customers, principally in Georgia. SouthStar is the largest retail marketer of natural gas in Georgia with a market share of 38% and operates under the trade name Georgia Natural Gas.
- (g) During September 2001, AGL Peaking Services, Inc ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas peaking facility AGL Peaking owns property formerly designated for the peaking facility, but has no active operations

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

There were no reportable issuances or capital contributions during the quarter ended June 30, 2003.

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Services (a)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
SEM	Atlanta Gas Light	Gas procurement,	9	B		Direct
SEM	Company Virginia Natural Gas,	scheduling and other Gas procurement.	\$ 68			\$ 68
SEM	Inc	scheduling and other	\$ 79			\$ 79
	Chattanooga Gas Company	Gas procurement, scheduling and other	\$ 43			\$ 43
SEM	GNG	Management and				Ψ.15
SEM	AGL Networks, LLC	administrative payroll Management and	\$ 4			\$ 4
SEM	Atlanta Gas Light	administrative payroll Gas Transmission	\$ 13			\$ 13
SEM	Company Virginia Natural Gas,	Storage Management Gas Transmission	**	**	**	**
	Inc	Storage Management	**	**	**	**
SEM	Chattanooga Gas Company	Gas Transmission Storage Management	**	**	**	**

⁽a) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder

^{**} Represents information filed separately with the Commission pursuant to a request for confidential treatment pursuant to Rule 104 of the Public Utility Holding Company Act of 1935, as amended

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	SEM	Support (b)	\$ 443	\$ 953	\$ 40	\$ 1,436
AGSC	Southeastern LNG, Inc	Support (c)	\$ 15	\$ 1	-	\$ 16
AGSC	GNG	Support (d)	\$ 28	\$ 26	\$ 3	\$ 57
AGSC	AGL Peaking	Support (e)	-	\$ 1	-	\$ 1

- (b) Sequent receives support services (i.e. accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.
- (c) Southeastern LNG, Inc. receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report but will be provided by Form U-13-60.
- (d) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.
- (e) AGL Peaking receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in thousands):

Total consolidated capitalization of AGL Resources as of June 30, 2003 (1)	\$2,063,773		Line 1
Total capitalization multiplied by 15% (Line 1 multiplied by 0 15)	309,566		Line 2
Greater of \$50 million or line 2		\$309,566	Line 3
Total current aggregate investment (2)			
(categorized by major line of energy-related business)			
Sequent organization (2)(4)	(89,359)		
Total current aggregate investment		(89,359)	Line 4
Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system			•
(line 3 less line 4)		\$398,925	Line 5
Investments in gas-related companies (in thousands):			
Total current aggregate investment (2)			
(categorized by major line of gas-related business)			
GNG	48,607		
SouthStar (3)	80,688		

4,925

671

134,891

Total current aggregate investment

ITEM 5 - OTHER INVESTMENTS

AGL Peaking

Southeastern LNG, Inc

None

⁽¹⁾ Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt

⁽²⁾ Total current aggregate investment consists of common stock owned by system companies, premium on common stock, retained earnings, and net intercompany payables/(receivables)

⁽³⁾ GNG's portion of SouthStar's owner's equity

⁽⁴⁾ The aggregate investment in the Sequent organization as of June 30, 2003 is negative because Sequent has a net intercompany receivable

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A	Financial Statements
Exhibit 1 1	Balance Sheets of Sequent, SEM, Sequent Holdings, LLC, Southeastern LNG, Inc., GNG, and AGL Peaking as of June 30, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 1 2	Balance Sheet of SouthStar as of June 30, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 2 1	Income Statements for the Three Months and Six Months Ended June 30, 2003 for Sequent, SEM; Southeastern LNG, Inc , GNG and AGL Peaking (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 2.2	Income Statements for the Three Months and Six Months Ended June 30, 2003 for SouthStar (Submitted under confidential treatment request pursuant to Rule 104(b))
В	Exhibits
Exhibit 3	The certificate as to filing with interested state commissions is attached hereto as Exhibit 3.

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended

AGL RESOURCES INC

By: /s/ Bryan E. Seas

Bryan E. Seas Vice President and Controller

August 29, 2003

Exhibit 3

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc., a Georgia corporation ("AGLR") and that:

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter March 31, 2003 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies

The names and addresses of such state utility commissions are:

Georgia Public Service Commission 244 Washington Street, SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 29th day of August, 2003

/s/ Bryan E Seas

Bryan E. Seas Vice President and Controller AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935, AS AMENDED

For the Quarter Ended September 30, 2003

AGL Resources Inc (Name of registered holding company)

Ten Peachtree Place Atlanta, Georgia 30309 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to.

Bryan E. Seas
Vice President and Controller
AGL Resources Inc.
Ten Peachtree Place
Atlanta, Georgia 30309
404-584-4000

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	SIGNATURE	8

ITEM 1 - ORGANIZATION CHART

Name of Reporting Company	Energy or Gas Related Company	Date of Organization	State of Organization	% of Voting Securities Held	Nature of Business (a)
AGL Resources Inc (AGL Resources) (b)		11/27/1995	Georgia		RHC
AGL Investments, Inc (AGLI) (b)		11/27/1995	Georgia	100%	IHC
Sequent, LLC (Sequent)	Gas	01/29/2001	Georgia	100%	IHC
Sequent Energy Management, LP (SEM)	Gas	06/29/2001	Georgia	1%	(c)
Sequent Energy Marketing, LP *	Gas	07/12/2001	Georgia	1%	Inactive
Sequent Holdings, LLC	Gas	06/29/2001	Georgia	100%	IHC
SEM	Gas	06/29/2001	Georgia	99%	(c)
Sequent Energy Marketing, LP *	Gas	07/12/2001	Georgia	99%	Inactive
Southeastern LNG, Inc	Gas	11/14/2000	Georgia	100%	(d)
Georgia Gas Company *	Gas	06/10/1968	Georgia	**	**
Pivotal Energy Services, Inc *	Gas	08/24/2001	Georgia	**	**
Georgia Energy Company *	Gas	02/04/1981	Georgia	**	**
Pinnacle LNG, Inc *	Gas	02/12/2003	Georgia	**	**
Georgia Natural Gas Company (GNG)	Gas	09/10/1996	Georgia	100%	(e)
SouthStar Energy Services, LLC (SouthStar)	Gas	07/13/1998	Delaware	50%	(f)
TES, Inc *	Gas	10/15/1996	Georgia	**	**
Pivotal Propane of Virginia, Inc * (new)	Gas	09/26/2003	Delaware	**	**
Atlanta Gas Light Services, Inc *	Gas	06/10/1968	Georgia	**	**
Georgia Natural Gas Services, Inc *	Gas	09/24/1998	Georgia	**	**
AGL Peaking Services, Inc *	Gas	11/21/1997	Georgia	100%	(g)
AGL Interstate Pipeline Company *	Gas	11/21/1997	Georgia	**	**

- * This company was inactive during the reporting period ended September 30, 2003.
- ** Incorporated, but not organized, as of September 30, 2003
- (a) The following acronyms are used in Item 1. RHC registered holding company, IHC intermediate holding company
- (b) AGL Resources and AGLI are not reporting companies but are included in this Item 1 because they hold securities, directly or indirectly, in the gas-related companies as indicated
- (c) SEM is an asset optimization, producer services, and wholesale marketing and risk management subsidiary
- (d) As of September 30, 2003, Southeastern LNG, Inc. owned and operated a fleet of liquefied natural gas tankers. Southeastern LNG, Inc. sold its entire fleet of tankers in October 2003
- (e) Initially, GNG owned a 50% economic interest in SouthStar, a subsidiary of Piedmont Natural Gas Company owned a 30% interest and a subsidiary of Dynegy Holdings Inc. (Dynegy) owned the remaining 20% On March 11, 2003, our wholly-owned subsidiary, GNG purchased Dynegy's 20% economic ownership interest in SouthStar in a transaction that for accounting purposes had an effective date of February 18, 2003 Upon closing, GNG owned a non-controlling 70% financial interest in SouthStar and Piedmont's subsidiary owned the remaining 30%. Our 70% interest in non-controlling because all significant matters require approval by both owners
- (f) SouthStar is the largest retail marketer of natural gas in Georgia with a market share of approximately 37% and operates under the trade name Georgia Natural Gas
- (g) During September 2001, AGL Peaking Services, Inc ("AGL Peaking") terminated its investment in Etowah LNG Company, LLC ("Etowah"), a joint venture with Southern Natural Gas Company Etowah was formed for the purpose of constructing, owning, and operating a liquefied natural gas

peaking facility AGL Peaking owns property formerly designated for the peaking facility, but has no active operations.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

There were no reportable issuances of securities or capital contributions made by the reporting entities during the quarter ended September 30, 2003.

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies for the Quarter Ended September 30, 2003 (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Services (a)	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
SEM	Atlanta Gas Light	Gas procurement,	J	J		
	Company	scheduling and other	\$ 99			\$ 99
SEM	Virginia Natural Gas,	Gas procurement,				
	Inc	scheduling and other	\$ 81			\$ 81
SEM	Chattanooga Gas	Gas procurement,				
	Company	scheduling and other	\$ 43			\$ 43
SEM	GNG	Management and				
		administrative payroll	\$ 7			\$ 7
SEM	AGL Networks, LLC	Management and				
		administrative payroll	\$ 11			\$ 11
SEM	Atlanta Gas Light	Gas Transmission				
	Company	Storage Management	**	**	**	**
SEM	Virginia Natural Gas,	Gas Transmission				
	Inc	Storage Management	**	**	**	**
SEM	Chattanooga Gas	Gas Transmission				
	Company	Storage Management	**	**	**	**

⁽a) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC"). As per Rules 80 and 81, energy purchases are not reported hereunder

^{**} Represents information filed separately with the Commission pursuant to a request for confidential treatment pursuant to Rule 104 of the Public Utility Holding Company Act of 1935, as amended.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies for the Quarter Ended September 30, 2003 (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	SEM	Command (b)				
-	···	Support (b)	\$ 1,345	\$ 561	\$ 34	\$ 1,940
AGSC	Southeastern LNG, Inc	Support (c)	\$ 11	\$ 1	•	\$ 12
AGSC	GNG	Support (d)	\$ 150	\$ 23	\$ 3	\$ 176
AGSC	ACI Doolsma	• • • • • • • • • • • • • • • • • • • •	4		\$ 5	\$ 170
AUSC	AGL Peaking	Support (e)	-	\$ 1	-	\$ 1

- (b) Sequent receives support services (i.e. accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (c) Southeastern LNG, Inc receives support services from AGSC. Detailed information with respect to transactions under the agreement is not provided in this report but will be provided by Form U-13-60.
- (d) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.
- (e) AGL Peaking receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in thousands):

Total consolidated capitalization of AGL Resources as of September 30, 2003 (1)	\$2,207,880		Line 1
Total capitalization multiplied by 15% (Line 1 multiplied by 0 15)	331,182		Line 2
Greater of \$50 million or line 2		\$331,182	Line 3
Total current aggregate investment			
(categorized by major line of energy-related business)		_	
Total current aggregate investment		-	Line 4
Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system			
(line 3 less line 4)		\$331,182	Line 5
Investments in gas-related companies (in thousands):			
Total current aggregate investment (2)			
(categorized by major line of gas-related business)			
Sequent organization (3)	(30,535)		
GNG	43,726		
SouthStar (4)	83,183		
AGL Peaking	4,947		

471

101,792

Total current aggregate investment

ITEM 5 - OTHER INVESTMENTS

Southeastern LNG, Inc

None

⁽¹⁾ Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt

⁽²⁾ Total current aggregate investment consists of common stock owned by system companies, premium on common stock, retained earnings, and net intercompany payables/(receivables)

⁽³⁾ The aggregate investment in the Sequent organization as of September 30, 2003 is negative because Sequent has a net intercompany receivable

⁽⁴⁾ GNG's portion of SouthStar's owner's equity

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A	Financial Statements
Exhibit 1 1	Balance Sheets of Sequent, SEM, Sequent Holdings, LLC, Southeastern LNG, Inc; GNG, and AGL Peaking as of September 30, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 1 2	Balance Sheet of SouthStar as of September 30, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 2.1	Income Statements for the Three Months and Nine Months Ended September 30, 2003 for Sequent; SEM, Southeastern LNG, Inc., GNG and AGL Peaking (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 2 2	Income Statements for the Three Months and Nine Months Ended September 30, 2003 for SouthStar (Submitted under confidential treatment request pursuant to Rule 104(b))
В	Exhibits
Exhibit 3	The certificate as to filing with interested state commissions is attached hereto as Exhibit 3

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended

AGL RESOURCES INC.

By /s/ Bryan E Seas

Bryan E. Seas Vice President and Controller

December 1, 2003

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc., a Georgia corporation ("AGLR") and that

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter June 30, 2003 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies

The names and addresses of such state utility commissions are:

Georgia Public Service Commission 244 Washington Street, SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street
Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN MITNESS WHEREOF, I have hereunto set my hand as of the 1st day of December, 2003.

/s/ Bryan E. Seas

Bryan E. Seas Vice President and Controller AGL Resources Inc.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935, AS AMENDED

For the Quarter Ended December 31, 2003

AGL Resources Inc (Name of registered holding company)

Ten Peachtree Place Atlanta, Georgia 30309 (Address of principal executive offices)

Inquiries concerning this Form U-9C-3 may be directed to.

Bryan E. Seas
Vice President and Controller
AGL Resources Inc.
Ten Peachtree Place
Atlanta, Georgia 30309
404-584-4000

Table of Contents

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Item 2	Issuance and Renewals of Securities and Capital Contributions	3
Item 3	Associate Transactions	3-4
Item 4	Summary of Aggregate Investment	5
Item 5	Other Investments	5
Item 6	Financial Statements and Exhibits	6
	SIGNATURE	7

ITEM 1 - ORGANIZATION CHART

Item 1 is omitted for the fourth quarter pursuant to instructions for Form U-9C-3.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

There were no reportable issuances of securities or capital contributions made by the reporting entities during the quarter ended December 31, 2003.

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies for the Quarter Ended December 31, 2003 (in thousands)

Reporting Company Rendering Services	Associate Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
	(a)		(b)	(b)	(b)	(b)
SEM	Atlanta Gas Light	Gas procurement,	` '	()	(~)	(5)
SEM	Company Virginia Natural Gas,	scheduling and other Gas procurement,	\$ 34			\$ 34
SEM	Inc Chattanooga Gas	scheduling and other	54			54
SEM	Company	Gas procurement, scheduling and other	25			25
SEM	GNG	Management and	23			25
SEM	AGL Networks, LLC	administrative payroll Management and	4			4
SEM	Atlanta Gas Light	administrative payroll Gas Transmission	26			26
SEM	Company Virginia Natural Gas,	Storage Management Gas Transmission	**	**	**	**
SEM	Inc Chattanooga Gas	Storage Management Gas Transmission	**	**	**	**
	Company	Storage Management	**	**	**	**

⁽a) All services are being provided at cost and are being billed (with the exception of certain direct billings) through AGL Services Company ("AGSC") As per Rules 80 and 81, energy purchases are not reported hereunder

⁽b) The Receiving Company makes available idle or underutilized gas transportation and storage capacity for use by the Serving Company, as agent for the Receiving Company, in return for which the Serving Company pays for costs incurred and shares the profits with the Receiving Company in accordance with approval by the appropriate state commissions

^{**} Represents information filed separately with the Commission pursuant to a request for confidential treatment pursuant to Rule 104 of the Public Utility Holding Company Act of 1935, as amended

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies for the Quarter Ended December 31, 2003 (in thousands)

Associate Company Rendering Services	Reporting Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
AGSC	SEM	Support (c)	\$ 975	\$ 468	Ø 11	
AGSC		** ()	3713	J 408	\$ 11	\$ 1,454
	Southeastern LNG, Inc	Support (d)	8	-	-	8
AGSC	GNG	Support (e)	124	11	1	136
AGSC	Pivotal Propane of	., ,			•	150
	Virginia, Inc	Support (f)	5	_	_	5
AGSC	AGL Peaking	Support (g)	_	1	_	j I

- (c) Sequent receives support services (i.e accounting, information services, human resources, payroll, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (d) Southeastern LNG, Inc receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report but will be provided by Form U-13-60
- (e) GNG receives support services (i.e. accounting, legal, risk management, etc.) from AGSC which are billed pursuant to a standard at-cost service agreement with AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60
- (f) Pivotal Propane of Virginia, Inc. receives support services from AGSC. Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60.
- (g) AGL Peaking receives support services from AGSC Detailed information with respect to transactions under the agreement is not provided in this report, but will be provided by Form U-13-60

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies (in thousands):

Total consolidated capitalization of AGL Resources as of December 31, 2003 (1)	\$2,284,804		Line 1
Total capitalization multiplied by 15% (Line 1 multiplied by 0 15) Greater of \$50 million or line 2	342,721	\$342,721	Line 2
Total current aggregate investment (categorized by major line of energy-related business) Total current aggregate investment			Line 3
Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system (line 3 less line 4)		\$342,721	Line 5
Investments in gas-related companies (in thousands):			
Total current aggregate investment (2)			
(categorized by major line of gas-related business)			
Sequent organization (3)	(9,518)		
GNG	28,984		
SouthStar (4)	70,896		
AGL Peaking	4,952		
Pivotal Propane of Virginia, Inc	198		
Southeastern LNG, Inc			
	13	_	
Total current aggregate investment		95,525	

⁽¹⁾ Total capitalization consists of common shareholders' equity, long-term debt including current portion, preferred stock, and short-term debt

ITEM 5 - OTHER INVESTMENTS

None

⁽²⁾ Total current aggregate investment consists of common stock owned by system companies, premium on common stock, retained earnings, and net intercompany payables/(receivables)

⁽³⁾ The aggregate investment in the Sequent organization as of December 31, 2003 is negative because Sequent has a net intercompany receivable

⁽⁴⁾ GNG's portion of SouthStar's owner's equity

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A Exhibit 1 1	Financial Statements Balance Sheets of Sequent, SEM; Sequent Holdings, LLC, Southeastern LNG, Inc.; GNG, and AGL Peaking as of December 31, 2003 (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 1 2	Balance Sheet of SouthStar as of December 31, 2003
Exhibit 2.1	Income Statements for the Three Months and Twelve Months Ended December 31, 2003 for Sequent, SEM, Southeastern LNG, Inc, GNG and AGL Peaking (Submitted under confidential treatment request pursuant to Rule 104(b))
Exhibit 2 2	Income Statements for the Twelve Months Ended December 31, 2003 for SouthStar
В	Exhibits
B Exhibit 3	Exhibits The certificate as to filing with interested state commissions is attached hereto as Exhibit 3
_	

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended

AGL RESOURCES INC.

By: /s/ Bryan E Seas

Bryan E Seas Vice President and Controller

March 26, 2004

EXHIBIT INDEX

A Financial Statements

Exhibit 1 2 Balance Sheet of SouthStar as of December 31, 2003

Exhibit 2 2 Income Statements for the Twelve Months Ended December 31, 2003 for SouthStar

B Exhibits

Exhibit 3 The certificate as to filing with interested state commissions is attached hereto as Exhibit 3

CERTIFICATE

The undersigned certifies that he is a duly designated and acting officer of AGL Resources Inc , a Georgia corporation ("AGLR") and that.

AGLR's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter September 30, 2003 was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies.

The names and addresses of such state utility commissions are:

Georgia Public Service Commission 244 Washington Street, SW Atlanta, GA 30334

Virginia State Corporation Commission 1300 East Main Street 10th Floor Richmond, VA 23219

Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

IN WITNESS WHEREOF, I have hereunto set my hand as of the 26th day of March, 2004

/s/ Bryan E Seas

Bryan E. Seas Vice President and Controller AGL Resources Inc.

Chattanooga Gas Company Docket Number 04-00034 CAPD Discovery Request No. 9 April 28, 2004 Page 1 of1

DISCOVERY REQUEST NO. 9:

Provide a reconciliation of "Shared Service Allocation" expense reported on the PSC Forms 3.03 filed with the TRA and forms U-9/C-3 filed with the SEC for the past five years.

Response:

The "Shared Service Allocation" cost is not reported in the SEC Form U-9C-3.

Chattanooga Gas Company Docket Number 04-00034 CAPD Discovery Request No. 10 April 28, 2004 Page 1 of 3

DISCOVERY REQUEST NO. 10

Mr. Lindsey proposes the "CARES" program to be "funded through a surcharge on each therm of system throughput." (Testimony p. 10)

- (a) What is the estimated cost of this program?
- (b) Why has the company proposed to surcharge this cost to ratepayers instead of recovering the cost from stockholders or voluntary contributions from ratepayers similar to other charitable contributions?

Response:

- (a) The estimated annual cost of this program is \$112,000. The estimate is based on the experience that Atlanta Gas Light Company (AGLC) has had in Georgia regarding participation in its Low Income Senior Citizen Discount program. Approximately 2.4% of AGLC's residential customers receive a discount under the program. Applying the same participation rate to Chattanooga Gas Company's (the Company's) attrition year forecast of residential customers results in an annual program cost of \$112,000. Recovery of the cost of the program is estimated at \$0.57 per year for the typical residential customer not receiving the discount. Please see Schedule DR-CAPD-10 for an analysis of program costs and recoveries based on a low, high, and Georgia Experience level of participation.
- (b) The Tennessee Regulatory Authority has long recognized that it is in the public interest to provide assistance to the poor and the elderly through programs which costs are included in the cost of service and recovered from ratepayers. An example is the telephone Lifeline program that was used as a model for the CARES program proposed by Chattanooga Gas Company. The CARES program, however, is more limited than the Telephone Assistance Program since it limits eligibility to those over 65 and does not include assistance for the connections charge as provided under the Telephone Link-up program. (The telephone assistance program does not limit participants to only those over 65 and the Telephone Link-up program provides for a credit up to \$30 to offset one half the installation charge.) In addition the CARES program limits the monthly credit to \$7.50 per month, while the Telephone Lifeline program provides a credit of up to \$13.00 per month.

Chattanooga Gas Company Docket Number 04-00034 CAPD Discovery Request No. 10 April 28, 2004 Page 2 of 3

The CARES program is also designed to insure that only the actual cost of the program is recovered from the customers while the Telephone Lifeline and Link-up programs do not provide for such an annual true-up.

The Summary of the TRA's Telephone Assistance Programs as presented on the TRA's WebSite is provided below.

TRA Telephone Assistance Programs

To ensure that telephone service is available and affordable for low income telephone subscribers, the TRA established Link-up and Lifeline Telephone Assistance Programs.

- Link-up will pay half of the installation charges for new telephone service, to a maximum of \$30.00. To further reduce the initial cost to establish new telephone service, request to your local telephone company that the balance of the installation charge be divided over a period of months. You will not be required to pay a deposit when connecting service under Linkup.
- Lifeline will save telephone subscribers up to \$13.00 per month on the local service portion of the telephone bill. And, by selecting the lowest cost residential service plan offered by the local telephone company, ensures an affordable monthly telephone bill. This program will not assist on long distance charges or special features such as Caller ID or Call Waiting.

Who is eligible for Link-up and Lifeline?

The qualifications for Link-up and Lifeline are the same. You automatically qualify if you:

 Presently receive Supplemental Security Income (SSI), Temporary Assistance for Needy Families (TANF) previously known as AFDC, Food Stamps, Medicaid (not TennCare), or you may qualify if your total household gross monthly income is equal or less than the following:

*Monthly Income

of Household Members

125% of the Federal Poverty Level

Chattanooga Gas Company Docket Number 04-00034 CAPD Discovery Request No. 10 April 28, 2004 Page 3 of 3

1	\$ 935
2	1,263
3	1,590
4	1,917
For each additional person, add	327

^{*} BASED ON THE 2003 FEDERAL REGISTER FOR POVERTY LEVEL INCOME STANDARDS (PLIS).

How do you apply?

 Call your local telephone company if you receive SSI, TANF, Food Stamps or Medicaid. You automatically qualify.

OR

• Call the TRA at 1-800-342-8359, extension 157, if you qualify using the gross monthly income table.

The TRA encourages qualifying residents to apply for the Link-up and Lifeline Telephone Assistance Programs and urges eligible Tennessee consumers to take advantage of the available discounts.

Click to download the <u>Link-up and Lifeline application</u>. The application is an Adobe PDF document. The Adobe PDF reader is available for free at <u>Adobe's website</u>. Print the application, fill it out, and mail it to the following address. For more information concerning the TRA's Telephone Assistance Programs, please contact the TRA at:

Tennessee Regulatory Authority
Consumer Services Division
460 James Robertson Parkway
Nashville, TN 37243-0505
1-800-342-8359 (voice)

615-741-8953 (fax)

Estimation of CARES Program Cost

Line								
1	Residential Customers forecasted for Attrition F	Period						
2	Summer Bills	305,761						
3	Winter Bills	315,838						
4	Total Bills	621,599						
5	Average Customers	51,800						
6								
7		Low Estimate		High Estimate		Georgia Experience		
8	% of Population Below Poverty	12 20%	/A	24 40%	/B	13 00%		
9								
10	Customers Below Poverty	6,320		12,639				line 8 times line 5
11								
12	% of Population over 65	13 80%	/A	27 60%	/B	9 60%		
13								
14	Customers Below Poverty and over 65	872		3,488				line 12 times line 10
15								
16	Customers to receive discount	872		3,488		1,243	/C	
17								
18	Discount amount Per Customer	\$7 50		\$7 50		\$7 50		
19								
20	Total Discount per Month	\$6,541		\$26,163		\$9,323		line 18 times line 16
21								
22	Total Discount Per Year	\$78,489		\$313,958		\$111,870		line 20 times 12 months
22								

Notes

[/]A Source U.S. Census Bureau. State and County QuickFacts. Bradley and Hamilton Counties.
/B. As a high estimate, assume two times the county percentage.
/C. In Georgia, Atlanta Gas Light Company discount participants are 2.4% of the residential customer class.

[%] of Population Below Poverty includes all customers regardless of age

Assumes customers receiving discount remain on system for 12 months

Assumes all eligible customers participate in program

The results of this analysis are that the number of participants range from 1 7% to 6 7% of the residential customer class

Estimation of Recovery of CARES Program

<u>Line</u>		Low Estimate	High Estimate	Georgia Experience
1	Annual Cost of Program	\$78,489	\$313,958	\$111,870
2		•	33.3,333	Ψ111,070
3	Usage Forecasted in Attrition Period			
4	Residential	41,905,279 Ccfs	41,905,279 Ccfs	41,905,279 Ccfs
5	Multi-Family Housing (R-4)	73.634 Ccfs	73,634 Ccfs	73,634 Ccfs
6	Commercial	40,206,176 Ccfs	40,206,176 Ccfs	40,206,176 Ccfs
7	I/1T2	1,936,451 Mcfs	1,936,451 Mcfs	1,936,451 Mcfs
8	L1/T1	4,230,144 Mcfs	4,230,144 Mcfs	• •
9	SS-1	1,357,425 Mcfs	1,357,425 Mcfs	4,230,144 Mcfs
10		7,001, 120 Molo	1,007,420 MCIS	1,357,425 Mcfs
11	Total Usage	157,425,289 Ccfs	157,425,289 Ccfs	157,425,289 Ccfs
12		151,120,200 00.0	101,420,200 0013	157,425,269 CCIS
13	BTU Factor	1 01744	1 01744	1 01744
14			101144	101744
15	Total Usage	160,170,786 therms	160,170,786 therms	160 170 786 thams
16	•	100,110,100 (10,110)	100,170,700 menns	160,170,786 therms
17				
18	Cost per Therm	\$0 0005	\$0 0020	60 0007
19		\$2,000	\$0.0020	\$0 0007
20	Annual Typical Residential Usage	813 therms	813 therms	040 #
21		o to themis	013 themis	, 813 therms
22	Annual Cost to Typical Residential Customer	\$0 40	\$1 59	#0.57
23		45.40	<u> </u>	\$0.57
24	Average Cost Per Month to Typical Residential Customer	\$0 03	\$0 13	\$ 0 05

Chattanooga Gas Company Docket No. 04-00034 CAPD Discovery Request No. 11 5/4/2004 1 of 3

Discovery Request No. 11

- (a) Provide a narrative detailing the development of the "allocation process" involved in allocating AGLSC (AGL Services Company) employees and associated costs to Chattanooga referenced in Mr. Morley's testimony at p. 11, lines 19 and 20.
- (b) Provide a worksheet detailing numbers of allocated employees and associated costs by year since the last rate request.

Response:

(a) AGL Services Company (AGLSC) does not allocate numbers of employees to affiliates of AGL Resources Inc., including Chattanooga Gas Company (CGC). As stated in Mr. Morley's testimony on page 11, lines 19 and 20, AGLSC allocates "the costs for services performed by AGLSC employees on behalf and in support of Chattanooga operations." These costs for services include, but are not limited to, salaries, wages and related benefits of AGLSC employees as well as temporary or contract employees working at the direction of AGSLC employees. These costs also include costs incurred by AGLSC that may not specifically relate to employees. These costs include, but are not limited to, depreciation, supplies, vehicle and facilities leases, Information System and Technology (IS&T) costs, liability insurance and interest expense.

Development of the AGLSC allocation process

In accordance with the Security and Exchange Commission's Public Utility Holding Company Act of 1935 ("PUHCA"), AGL Resources Inc. (AGLR) formed AGLSC in connection with the acquisition of Virginia Natural Gas effective October 1, 2000. The primary purpose of forming AGLSC was to form a mutual services company responsible for providing shared services to all subsidiaries of AGLR.

The allocation process of AGLSC was developed and implemented based on input from the SEC and other registered holding companies. Whenever possible, expenses directly attributable to an affiliate or group of affiliates are recorded directly on the books and records of that affiliate. Examples of these expenses include, but are not limited to, payroll expense, depreciation expense, pension expense and other post retirement expense. Costs that can not be specifically attributable to an affiliate, or for which such specific identification would not be cost effective, are accumulated in departments, also referred to as work orders, within AGLSC. Departments are grouped into service

Chattanooga Gas Company Docket No. 04-00034 CAPD Discovery Request No. 11 5/4/2004 2 of 3

provider category by common services or support they provide to affiliates (See Supplemental Response to TRA Minimum Filing Guideline No. 46).

Each month the costs that are accumulated in the departments are allocated to AGLSC affiliates using three steps, or billing methods as follows:

1. Direct Charge – The direct charge billing method applies to those costs that can be specifically attributable and charged to an affiliate through the use of drivers and standard rates and specific general ledger accounts. Examples of these types of costs include, but are not limited to, facilities, fleet services, IS&T, certain benefits, gas supply and capacity management and projects specifically attributable to an affiliate or group of affiliates.

As an example of a direct charge, if an affiliate uses 10 trucks that are maintained by AGLSC, AGLSC directly charges the affiliate AGLSC's standard maintenance rate for trucks.

Schedule CAPD 11-1 provides the detail for the direct charges allocated from AGLSC to CGC for the month of September 2003. This schedule includes only direct charges related to facilities management, fleet services and IS&T and includes the type of direct charge, the driver and quantity and the rate per driver.

2. Direct Assigned – Costs associated with the direct assigned billing method are based on services provided by AGLSC employees to AGL Resources Inc. affiliates. Direct assigned costs are charged to affiliates based on a percentage of work performed. The percentage is calculated by the ratio of the total number of service hours performed by the respective AGLSC department for the affiliate divided by the total number of service hours performed by the department for all affiliates. This ratio is then multiplied by the department's total net operating expense, including any direct charges allocated to the applicable department.

As an example of direct assignment, when an AGLSC accountant performs accounting services for an affiliate, the AGLSC employee records the amount of time he or she spends on the project or task on a timesheet which is approved by the employee's supervisor. Then AGLSC captures all such hours within its time entry and AGLSC accounting systems and calculates the ratio of the total number of service hours performed by the respective AGLSC department for the affiliate divided by the total number of service hours performed by the department for all affiliates. This ratio is then multiplied by the department's total net operating expense, and the resulting amount is then directly assigned to the affiliate.

Schedule CAPD 11-2 provides an example of the direct assigned process and its calculation.

Chattanooga Gas Company Docket No. 04-00034 CAPD Discovery Request No. 11 5/4/2004 3 of 3

3. Allocated and Distributed Charges – AGLSC's service categories utilize one of seven different factors to allocate total operating expenses remaining after direct charges and direct assignment. These factors are provided in CAPD Schedule 11-3a. This allocation process and billing method is commonly referred to as allocated and distributed. The allocation factors utilized by each of the service providers are detailed in Schedule 11-3b. Causal relationships between the services provided and the allocation factors are identified and utilized as the basis for selecting the appropriate allocation driver. For example, Employee Services utilizes the number of employees allocation factor, which has a causal relationship with the services provided. The composite factor is utilized for those service providers for which a causal relationship cannot be identified. The composite factor is the average of four additional ratios as follows: (1) number of employees; (2) total operating expenses; (3) operating margin; and (4) total assets.

Schedule CAPD 11-3c provides an example of the allocated and distributed process.

Chattanoosa Gus Company Docket No. 011-00034 CAPO Discoury Layurst No. 1) Schedule CAPO 11-1 A 111

AGI Resources Inc.

Direct Charge Report

Summary Report for: September 2003

Facilities-based on number of cubes Ten Peachtree Facility

Lights On

- a Auto Dispatch
- b Customer Marketer Support
- c Deskside Services
- c Executive Management
- d Financial Systems/PS
- e Gas Services
- e GIS/FLAME
- f HR PeopleSoft
- c Internet/Intranet Operations
- g ITRON
- h METRETEK
- I Other Client Server Apps
- j SCADA Operations
- k Telecommunications

PC Leases

Personal Computers

Lap Top

Printer I

Printer II

Fleet

Vehicle Count

- a Number of FSR's
- b Number of End Use Customers
- c Number of Desktops & lap tops
- d Number of Financial sign-ons
- e Number of Users (GOS, FLAME)
- f Number of HR sign-ons

Chattanooga Gas Company

GL8

Total Charges	Charge per Driver	Driver Rate		Mate		Driver	
	-	865 45	\$	•			
\$ -	Total Facilities						
	6,286.17	571.47	\$	11			
	19,636.02	0.34	\$	57,753			
	2,907.34	171 02	\$	17			
	848.13	49.89	\$	17			
	2,794 80	186 32	\$	15			
	-,	142 97	\$	-			
	-	97.81	\$	-			
	1,495 08	249.18	\$	6			
	546 72	32.16	\$	17			
	95.53	95.53	\$	1			
	1,232 70	17 61	\$	70			
	4,449.28	2,224 64	\$	2			
t	.,	41,535 83	\$	· •			
	7,349.10	133.62	\$	· 55			
\$ 47,640 87	Total Lights On						
	352 00	32 00	\$	11			
	546.00	91 00	\$	6			
	45 00	45 00	\$	I			
	.5 00	101 00	\$	-			
\$ 943 00	Total PC Leases						
48,583.87	On and PC Leases	otal for Light	T				
		491 15	\$	65			
31,924.45	Total Fleet \$	4 71 13	Ψ	\$ 3			

- g Number of Service Centers
- h Number of Industrials
- I Twice the number of Service Centers
- J Number of Connections
- k Number of FIE's

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AGL Services Company - (AGLSC) Direct Assigned Chargeback Billing Method Department 1180 - Financial Accounting Example - Hypothetical Amounts

Expense Description	Amount	-
Salaries and Wages	100,000	
Training	3,000	
Travel	500	
Meals	100	
Outside Services	5,000	
Direct Charge Allocations from AGLSC Facilities IS&T Benefits	2,500 10,000 9,000	
Total Costs - Department 1180	130,100	(A)
Total hours for month - all employees	3,200	
Total hours providing services for CGC - all employees	320	
Percent of time providing services to CGC	10%	(B)
Costs Direct Assigned to CGC	13,010	(A) *(B)

Functional Areas-Driver Descriptions

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.

AGL SERVICES COMPANY - SERVICES TO BE PROVIDED

SERVICE PROVIDER	COST ALLOCATION METHODOLOGY	COST ALLOCATION BASIS/DRIVER
Business Support		4
Purchasing	Allocated	Composite Ratio
Facilities Management	Allocated	Composite Ratio
Fleet	Allocated	Composite Ratio
Other	Allocated	Composite Ratio
Customer Services	Distributed	Call Volumes
Employee Services	Distributed	Number of Employees (FTE's)
Engineering	Distributed	Number of End-Use Customers
Executive	Allocated	Composite Ratio
External Relations	Allocated	Composite Ratio
Financial Services	Allocated	Composite Ratio
Gas Supply and Capacity Management	Distributed	Number of End-Use Customers
Information Systems and Technology	Distributed	Number of Employees (FTE's)
Internal Auditing	Allocated	Composite Ratio
Investor Relations	Allocated	Composite Ratio
Legal Services and Risk Management	Allocated	Composite Ratio
Marketing	Distributed	Number of End-Use Customers
Other	Allocated	Composite Ratio
Rates and Regulatory	Distributed	Number of End-Use Customers
Strategic Planning	Allocated	Composite Ratio

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Allocated and Distributed Driver Descriptions

Number of End-Use Customers

A ratio based on the number of end-use customers. This ratio will be determined annually based on the actual number of end-use customers at the end of the previous fiscal year and may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes.

Total Assets Ratio

A ratio based on the total assets. This ratio will be determined annually based on the actual total assets at the end of the previous fiscal year and may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes.

Number of Employees Ratio (FTE's)

A ratio based on the number of employees benefiting from the performance of a service. This ratio will be determined annually based on actual counts of applicable employees at the end of the previous fiscal year and may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes.

Operating Margin Ratio

A ratio based on operating margin defined as revenue less cost of goods. This ratio will be determined annually based on the operating margin at the end of the previous fiscal year and may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes.

Operating Expense Ratio

A ratio based on total operating expense. This ratio will be determined annually based on the total actual operating expense at the end of the previous fiscal year and may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes.

Composite Ratio

This ratio is an average of the above mentioned four ratios of Number of Employees, Total Assets, Operating Expenses, and Operating Margin. This ratio will be determined annually based on the number of employees, total assets, operating expenses and operating margin at the end of the previous fiscal year and may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes.

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Allocated and Distributed Driver Descriptions

Call Volume Ratio

A ratio based on the call volumes (measured as time) from end-use customers. This ratio will be determined annually based on the actual time spent servicing end-use customers at the call center at the end of the previous fiscal year and may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes.

Note that the above drivers for allocated and distributed charge backs are normally updated on a quarterly basis.

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AGL Services Company - (AGLSC) Allocated and Distributed Chargeback Billing Method Department 1180 - Financial Accounting Example - Hypothetical Amounts

Expense Description	Amount	_
Salaries and Wages	100,000	
Training	3,000	
Travel	500	
Meals	100	
Outside Services	5,000	
Direct Charge Allocations from AGLSC Facilities IS&T Benefits Total Costs - Department 1180 Total hours for month - all employees	2,500 10,000 9,000 130,100	(A)
Total hours providing services for all affiliates - all employees	1,440	
Percent of time providing services for all affiliates - all employees	45%	(B)
Costs Direct Assigned to Affiliates	58,545	(A) *(B)
Remaining Costs to Allocate	71,555	
Composite Ratio for CGC	4 25%	
Costs Allocated and Distributed to CGC	3,041	